

FILE COPY



**CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY**

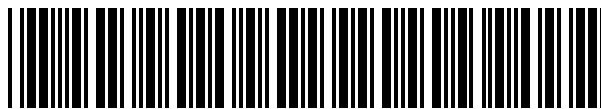
Company Number **14208551**

The Registrar of Companies for England and Wales, hereby certifies that

AFRICA TECH HOLDINGS UK LIMITED

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by shares, and the situation of its registered office is in England and Wales

Given at Companies House, Cardiff, on **1st July 2022**



N14208551D



Companies House



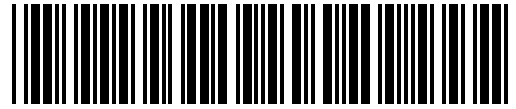
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **30/06/2022**

XB79IVYB

Company Name in full: **AFRICA TECH HOLDINGS UK LIMITED**

Company Type: **Private company limited by shares**

Situation of Registered Office: **England and Wales**

Proposed Registered Office Address: **96 LOUDOUN ROAD
LONDON
ENGLAND NW8 0ND**

Sic Codes: **64209**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Company Director *1*

Country/State Usually Resident: **UNITED STATES**

Occupation: **BUSINESS EXECUTIVE**

The subscribers confirm that the person named has consented to act as a director.

Company Director 2

Type: **Person**

Full Forename(s): **JUSTIN BERNARD**

Surname: **POIROUX**

Former Names:

Service Address: **recorded as Company's registered office**

Country/State Usually Resident: **UNITED STATES**

Date of Birth: ****/02/1997** *Nationality:* **AMERICAN**

Occupation: **BUSINESS EXECUTIVE**

The subscribers confirm that the person named has consented to act as a director.

Company Director 3

Type: **Person**

Full Forename(s): **CRAIG ANTHONY**

Surname: **STOEHR**

Former Names:

Service Address: **recorded as Company's registered office**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/11/1967** *Nationality:* **AMERICAN**

Occupation: **LAWYER**

The subscribers confirm that the person named has consented to act as a director.

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<i>Prescribed particulars</i>			

FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	1
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **YELLOW CARD FINANCIAL
INC.**

Class of Shares: **ORDINARY**

Address **16192 COASTAL HIGHWAY
LEWES
DELAWARE
UNITED STATES
19958**

Number of shares: **1**

Currency: **GBP**

*Nominal value of each
share:* **1**

Amount unpaid: **0**

Amount paid: **1**

Persons with Significant Control (PSC)

Statement of no PSC

The company knows or has reason to believe that there will be no registerable Person with Significant Control or Relevant Legal Entity (RLE) in relation to the company

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

memorandum delivered by an agent for the subscriber(s): **YES**

Agent's Name: **CRAIG STOEHR**

Agent's Address: **96 LOUDOUN ROAD
LONDON
ENGLAND
NW8 0ND**

Authorisation

Authoriser Designation: **agent** *Authenticated* **YES**

Agent's Name: **CRAIG STOEHR**

Agent's Address: **96 LOUDOUN ROAD
LONDON
ENGLAND
NW8 0ND**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of

AFRICA TECH HOLDINGS UK LIMITED

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share.

Name of each subscriber	Authentication
YELLOW CARD FINANCIAL INC.	Authenticated Electronically

Dated: 30/06/2022