

FILE COPY



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

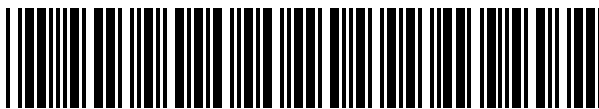
Company Number **14225818**

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

RAIN OPEN SOURCE SOFTWARE LTD

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 **11th July 2022**



N14225818|



Companies House



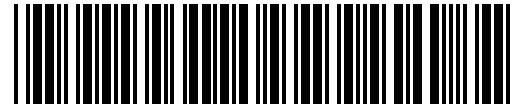
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **08/07/2022**

XB7SB8IW

Company Name in full: **RAIN OPEN SOURCE SOFTWARE LTD**

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

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

Proposed Registered Office Address: **UNIT 8, 32 CREEDWELL ORCHARD
MILVERTON
TAUNTON
ENGLAND TA4 1JY**

Sic Codes: **62012**

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

Company Director *1*

Company Director 2

Type: **Person**

Full Forename(s): **JOSHUA KARL SIMON**

Surname: **HARDY**

Former Names:

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

Country/State Usually **ENGLAND**

Resident:

Date of Birth: ****/11/1986** *Nationality:* **AUSTRALIAN**

Occupation: **SOFTWARE ENGINEER**

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>	3000
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	30
<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>	3000
		<i>Total aggregate nominal value:</i>	30
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **DAVID ATKINSON**

Address **UNIT 8, 32 CREEDWELL
ORCHARD
MILVERTON
TAUNTON
ENGLAND
TA4 1JY**

Class of Shares: **ORDINARY**

Number of shares: **1000**

Currency: **GBP**

*Nominal value of each
share:* **0.01**

Amount unpaid: **0**

Amount paid: **0.01**

Name: **JOSHUA HARDY**

Address **UNIT 8, 32 CREEDWELL
ORCHARD
MILVERTON
TAUNTON
ENGLAND
TA4 1JY**

Class of Shares: **ORDINARY**

Number of shares: **1000**

Currency: **GBP**

*Nominal value of each
share:* **0.01**

Amount unpaid: **0**

Amount paid: **0.01**

Name: **DAVID MEISTER**

Address **UNIT 8, 32 CREEDWELL
ORCHARD
MILVERTON
TAUNTON
ENGLAND
TA4 1JY**

Class of Shares: **ORDINARY**

Number of shares: **1000**

Currency: **GBP**

*Nominal value of each
share:* **0.01**

Amount unpaid: **0**

Amount paid: **0.01**

Persons with Significant Control (PSC)

Statement of initial significant control

On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company

Individual Person with Significant Control details

Names: **DAVID CHARLES ATKINSON**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/06/1980** *Nationality:* **AUSTRALIAN**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.
<i>Nature of control</i>	The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

Individual Person with Significant Control details

Names: **JOSHUA KARL SIMON HARDY**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/11/1986** *Nationality:* **AUSTRALIAN**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.
<i>Nature of control</i>	The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

Individual Person with Significant Control details

Names: **DAVID STUART MEISTER**

Country/State Usually Resident: **GEORGIA**

Date of Birth: ****/04/1987** *Nationality:* **AUSTRALIAN**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.
<i>Nature of control</i>	The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

Statement of Compliance

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

Name: **DAVID ATKINSON**

Authenticated **YES**

Name: **JOSHUA HARDY**

Authenticated **YES**

Name: **DAVID MEISTER**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of RAIN OPEN SOURCE SOFTWARE LTD

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
DAVID ATKINSON	Authenticated Electronically
JOSHUA HARDY	Authenticated Electronically
DAVID MEISTER	Authenticated Electronically

Dated: 08/07/2022