

FILE COPY



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

Company Number **632238**

The Registrar of Companies for Scotland, hereby certifies that

SUSTAIN TECHNOLOGY 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 Scotland

Given at Companies House, Edinburgh, on **3rd June 2019**



* NSC632238F *



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: **31/05/2019**

X86N2W74

Company Name in full: **SUSTAIN TECHNOLOGY LIMITED**

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

Situation of Registered Office: **Scotland**

Proposed Registered Office Address: **103 BYRES ROAD
SUITE 510
GLASGOW
SCOTLAND G11 5HW**

Sic Codes: **72110
10620
32990
70229**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director 1

Type: **Person**

Full Forename(s): **MS MICHELLE**

Surname: **YANG**

Former Names: **QIAN BANKS**

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

Country/State Usually Resident: **CHINA**

Date of Birth: ****/12/1979** **Nationality:** **CHINESE**

Occupation: **MANAGER**

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

Company Director **2**

Type: **Corporate**

Name: **SUSTAIN TECHNOLOGY INC.**

Principal / Business **C/O CHRISTOPHER P FLANNERY LAW**
Address: **4 HILLMAN DRIVE**
 SUITE 104
 CHADDS FORD
 PENNSYLVANIA
 UNITED STATES 19317

Non European Economic Area (EEA) Company

Legal Form: **UNITED STATES INCORPORATED COMPANY**
Law Governed: **DELAWARE**

Register Location:

Registration Number: **7441907**

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

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<i>Prescribed particulars</i>			

EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS.

<i>Class of Shares:</i>	REDEEMABLE PREFERENCE	<i>Number allotted</i>	1500
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	15000
<i>Prescribed particulars</i>			

EACH SHARE HAS RIGHTS IN THE COMPANY WITH RESPECT TO DIVIDENDS AND DISTRIBUTIONS, INTEREST PAYMENT AND DEBT REPAYMENT.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	1600
		<i>Total aggregate nominal value:</i>	15100
		<i>Total aggregate unpaid:</i>	85000

Initial Shareholdings

Name: **MICHELLE YANG**

Address **103 BYRES ROAD
SUITE 510
GLASGOW
SCOTLAND
G11 5HW**

Class of Shares: **REDEEMABLE
PREFERENCE**

Number of shares: **1500**

Currency: **GBP**

*Nominal value of each
share:* **10**

Amount unpaid: **0**

Amount paid: **10**

Name: **SUSTAIN TECHNOLOGY
INC.**

Address **4 HILLMAN DRIVE
SUITE 104
CHADDS FORD
PENNSYLVANIA
UNITED STATES
19317**

Class of Shares: **ORDINARY**

Number of shares: **100**

Currency: **GBP**

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

Amount unpaid: **0**

Amount paid: **1**

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

Relevant Legal Entity (RLE) details

Company Name: SUSTAIN TECHNOLOGY INC.

Service Address: 4 HILLMAN DRIVE
SUITE 104
CHADDS FORD
PENNSYLVANIA
UNITED STATES
19317

Legal Form: INCORPORATED CORPORATION

Governing Law: GENERAL CORPORATION LAW (TITLE 8, CHAPTER 1)

Register Location: DELAWARE SECRETARY OF STATE

Country/State: DELAWARE, UNITED STATES

Registration Number: 7441907

<i>Nature of control</i>	The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more of the voting rights in 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: **JOHN BANKS**

Agent's Address: **23 CRANWORTH STREET
SUITE 1/2
GLASGOW
SCOTLAND
G12 8BZ**

Authorisation

Authoriser Designation: **agent**

Authenticated **YES**

Agent's Name: **JOHN BANKS**

Agent's Address: **23 CRANWORTH STREET
SUITE 1/2
GLASGOW
SCOTLAND
G12 8BZ**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of SUSTAIN TECHNOLOGY 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
Michelle Yang	Authenticated Electronically
Sustain Technology Inc.	Authenticated Electronically

Dated: 31/05/2019