

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

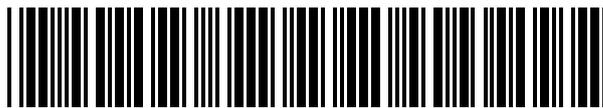
Company Number **711351**

The Registrar of Companies for Scotland, hereby certifies that

THE CARBON PROJECT 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 Scotland

Given at Companies House, Edinburgh, on **5th October 2021**



NSC7113519



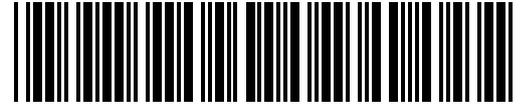
Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Application to register a company



Received for filing in Electronic Format on the: **05/10/2021**

XAEHRP62

Company Name in full: **THE CARBON PROJECT LTD**

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

Situation of Registered Office: **Scotland**

Proposed Registered Office Address: **UNIT 6A M90 COMMERCE PARK
DUNFERMLINE
UNITED KINGDOM KY12 0SJ**

Sic Codes: **30920**

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

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>			

FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **CIARAN BYRNE**

Address **253 HIGH STREET
KINROSS
SCOTLAND
KY13 8DL**

Class of Shares: **ORDINARY**

Number of shares: **10**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **IAN BYRNE**

Address **253 HIGH STREET
KINROSS
SCOTLAND
KY13 8DL**

Class of Shares: **ORDINARY**

Number of shares: **41**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **VILIUS NEVIERA**

Address **39/7 COMELY BANK
AVENUE
EDINBURGH
SCOTLAND
EH4 1ES**

Class of Shares: **ORDINARY**

Number of shares: **41**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **TIM GROOTJANS**

Address **UNIT 6A M90 COMMERCE
PARK
DUNFERMLINE
UNITED KINGDOM
KY12 0SJ**

Class of Shares: **ORDINARY**

Number of shares: **8**

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

Individual Person with Significant Control details

Names: **MR VILIUS NEVIERA**

Country/State Usually Resident: **SCOTLAND**

Date of Birth: ****/06/1986** *Nationality:* **LITHUANIAN**

Service Address: **39/7 COMELY BANK AVENUE
EDINBURGH
SCOTLAND
EH4 1ES**

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: **MR IAN BYRNE**

Country/State Usually Resident: **SCOTLAND**

Date of Birth: ****/09/1984** *Nationality:* **IRISH**

Service Address: **253 HIGH STREET
KINROSS
SCOTLAND
KY13 8DL**

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: **CIARAN BYRNE**
Authenticated **YES**

Name: **IAN BYRNE**
Authenticated **YES**

Name: **VILIUS NEVIERA**
Authenticated **YES**

Name: **TIM GROOTJANS**
Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber** *Authenticated* **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of THE CARBON PROJECT 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
CIARAN BYRNE	Authenticated Electronically
IAN BYRNE	Authenticated Electronically
VILIUS NEVIERA	Authenticated Electronically
TIM GROOTJANS	Authenticated Electronically

Dated: 05/10/2021