

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **9080838**

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

GAPCAP 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 **11th June 2014**



N09080838N

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



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: 10/06/2014



X39Q81FR

*Company Name
in full:*

GAPCAP LIMITED

Company Type:

Private limited by shares

*Situation of Registered
Office:*

England and Wales

*Proposed Register
Office Address:*

**PROSPERITY HOUSE HANBROUGH BUSINESS PARK
WITNEY, OXON
UNITED KINGDOM
OX29 8LH**

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

Company Director **1**

Type: **Person**

Full forename(s): **MR ALEXANDER JOHN MCLEAN**

Surname: **FENTON**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **ENGLAND**

Date of Birth: **08/10/1988** *Nationality:* **UK**

Occupation: **STOCK BROKER**

Consented to Act: **Y** *Date authorised:* **11/06/2014** *Authenticated:* **YES**

Statement of Capital (Share Capital)

| | | | |
|------------------------|-----------------|--------------------------------|----------|
| Class of shares | ORDINARY | <i>Number allotted</i> | 1 |
| | | <i>Aggregate nominal value</i> | 1 |
| <i>Currency</i> | GBP | <i>Amount paid per share</i> | 0 |
| | | <i>Amount unpaid per share</i> | 0 |

Prescribed particulars

IN THE EVENT OF THE BUSINESS BEING SOLD/CLOSED/LISTED/ANY OTHER FORM OF EXIT. THE FIRST £75,000 OF PROCEEDS AVAILABLE FOR DISTRIBUTION WILL BE PAID TO THE SHAREHOLDERS PRO RATA THE AMOUNT PAID UP PER SHARE, FOR WHICH PURPOSE THE AMOUNT PAID UP ON EACH ORDINARY SHARE SHALL BE DEEMED TO BE 0.001P AND THE AMOUNT PAID UP ON EACH A ORDINARY SHARE SHALL BE DEEMED TO BE £1. ANY EXCESS ABOVE 75,000 WILL BE DISTRIBUTED AS IF ALL SHARES FORMED ONE CLASS PRO RATA TO THE NUMBER OF SHARES HELD. EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO DIVIDENDS. IN THE EVENT OF A SPLIT VOTING DECISION ON THE BOARD, ALEX FENTON HAS THE CASTING VOTE.

Statement of Capital (Totals)

| | | | |
|-----------------|------------|--------------------------------------|----------|
| <i>Currency</i> | GBP | <i>Total number of shares</i> | 1 |
| | | <i>Total aggregate nominal value</i> | 1 |

Initial Shareholdings

Name: ALEXANDER FENTON

| | | | |
|-----------------|-----------------------------|--------------------------|----------|
| <i>Address:</i> | PROSPERITY HOUSE HANBOROUGH | <i>Class of share:</i> | ORDINARY |
| | BUSINESS PARK | | |
| | LONG HANBOROUGH | | |
| | WITNEY | <i>Number of shares:</i> | 1 |
| | OXFORDSHIRE | <i>Currency:</i> | GBP |
| | UNITED KINGDOM | <i>Nominal value of</i> | |
| | OX29 8LH | <i>each share:</i> | 1 |
| | | <i>Amount unpaid:</i> | 0 |
| | | <i>Amount paid:</i> | 0 |

Statement of Compliance

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

Name: ALEXANDER FENTON

Authenticated: YES

Authorisation

Authoriser Designation: **subscriber**

Authenticated: **Yes**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of GAPCAP 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 |
|-------------------------|------------------------------|
| Alexander Fenton | Authenticated Electronically |

Dated: 10/06/2014