

FILE COPY



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

Company Number **10740815**

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

INFINITY EXPLORATION 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 **25th April 2017**



* N10740815D *



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: **25/04/2017**

X653KXC8

Company Name in full:

INFINITY EXPLORATION LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**UNIT 13 51 VILLAGE FARM RD, VILLAGE FARM INDUSTRIAL
ESTATE
PYLE
BRIDGEND
WALES CF33 6BL**

Sic Codes:

06200

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **MR GERWYN LLEWELLYN**

Surname: **WILLIAMS**

Former Names:

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

Country/State Usually **UNITED KINGDOM**

Resident:

Date of Birth: ****/02/1950** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

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> | 1000 |
| <i>Currency:</i> | GBP | <i>Aggregate nominal value:</i> | 10 |
| <i>Prescribed particulars</i> | | | |

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

Statement of Capital (Totals)

| | | | |
|------------------|------------|---------------------------------------|-------------|
| <i>Currency:</i> | GBP | <i>Total number of shares:</i> | 1000 |
| | | <i>Total aggregate nominal value:</i> | 10 |
| | | <i>Total aggregate unpaid:</i> | 0 |

Initial Shareholdings

Name: **INFINITY ENERGY SA**

Address **UNIT 13 51 VILLAGE
FARM RD, VILLAGE FARM
INDUSTRIAL ESTATE
PYLE
BRIDGEND
UNITED KINGDOM
CF33 6BL**

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

Relevant Legal Entity (RLE) details

Company Name: **INFINITY ENERGY SA**

Service Address: **19 RUE EUGENE RUPPERT
LUXEMBOURG
LUXEMBOURG
L-2453**

Legal Form: **PUBLIC LIMITED LIABILITY COMPANY**

Governing Law: **LUXEMBOURG COMPANIES ACT**

| | |
|--------------------------|--|
| <i>Nature of control</i> | The relevant legal entity holds, directly or indirectly, 75% or more of the shares in 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: **GREENAWAY SCOTT**

Agent's Address: **THE LOFT AT THE MALTINGS EAST TYNDALL STREET
CARDIFF
UNITED KINGDOM
CF24 5EZ**

Authorisation

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

Agent's Name: **GREENAWAY SCOTT**

Agent's Address: **THE LOFT AT THE MALTINGS EAST TYNDALL STREET
CARDIFF
UNITED KINGDOM
CF24 5EZ**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of INFINITY EXPLORATION 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 |
|-------------------------|------------------------------|
| Infinity Energy SA | Authenticated Electronically |

Dated: 25/04/2017