

FILE COPY



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

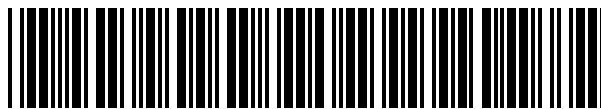
Company Number **14072885**

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

BRUSHBOX ORAL CARE UK 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 **27th April 2022**



N14072885M



Companies House



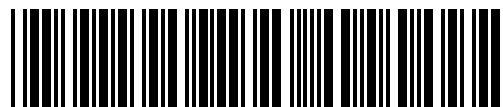
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **25/04/2022**

XB2P3JLD

Company Name in full: **BRUSHBOX ORAL CARE UK LTD**

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

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

Proposed Registered Office Address: **63-66 HATTON GARDENS
FIFTH FLOOR, SUITE 23
LONDON
ENGLAND EC1N 8LE**

Sic Codes: **47910**

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

Company Director *1*

Occupation: **DIRECTOR**

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

Company Director 2

Type: **Person**
Full Forename(s): **MR JOHN TAK CHUEN**
Surname: **CHAN**
Service Address: **63-66 HATTON GARDENS
FIFTH FLOOR, SUITE 23
LONDON
ENGLAND EC1N 8LE**
Country/State Usually Resident: **CANADA**

Date of Birth: ****/09/1987** Nationality: **CANADIAN**
Occupation: **DIRECTOR**

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

Company Director 3

Type: **Person**
Full Forename(s): **MR JOHN GARY**
Surname: **LYOTIER**
Service Address: **63-66 HATTON GARDENS
FIFTH FLOOR, SUITE 23
LONDON
ENGLAND EC1N 8LE**
Country/State Usually Resident: **CANADA**

Date of Birth: ****/06/1972** Nationality: **CANADIAN**
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>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<i>Prescribed particulars</i>			

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS ENTITLED TO SHARE EQUALLY IN DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION, INCLUDING A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.

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: **BRUSHBOX INC.**

Address **450 SOUTHWEST MARINE
DRIVE
MARINE GATEWAY, 18TH
FLOOR
VANCOUVER
CANADA
BC V5X 0C3**

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

Individual Person with Significant Control details

Names: **MS TSZ KWAN LO**

Country/State Usually Resident: **CANADA**

Date of Birth: ****/12/1989** *Nationality:* **CANADIAN**

Service Address: **63-66 HATTON GARDENS
FIFTH FLOOR, SUITE 23
LONDON
ENGLAND
EC1N 8LE**

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 shares in the company.
<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 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 JOHN TAK CHUEN CHAN**

*Country/State Usually
Resident:* **CANADA**

Date of Birth: ****/09/1987** *Nationality:* **CANADIAN**

Service Address: **63-66 HATTON GARDENS
FIFTH FLOOR, SUITE 23
LONDON
ENGLAND
EC1N 8LE**

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<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 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 JOHN GARY LYOTIER**

Country/State Usually Resident: **CANADA**

Date of Birth: ****/06/1972** *Nationality:* **CANADIAN**

Service Address: **63-66 HATTON GARDENS
FIFTH FLOOR, SUITE 23
LONDON
ENGLAND
EC1N 8LE**

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<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 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.

memorandum delivered by an agent for the subscriber(s): **YES**

Agent's Name: **REGISTERED OFFICE UK LTD**

Agent's Address: **85 GREAT PORTLAND STREET
FIRST FLOOR
LONDON
ENGLAND
W1W 7LT**

Authorisation

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

Agent's Name: **REGISTERED OFFICE UK LTD**

Agent's Address: **85 GREAT PORTLAND STREET
FIRST FLOOR
LONDON
ENGLAND
W1W 7LT**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of BRUSHBOX ORAL CARE UK 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
BRUSHBOX INC.	Authenticated Electronically

Dated: 25/04/2022