

## **FILE COPY**

# OF A PRIVATE LIMITED COMPANY

Company No. 6884719

The Registrar of Companies for England and Wales hereby certifies that

# LINKS EXPRESS LIMITED

is this day incorporated under the Companies Act 1985 as a private company and that the company is limited.

Given at Companies House on 22nd April 2009



\*N06884719U\*





### COMPANY LIMITED BY SHARES

## **Memorandum of Association**

OF

## Links Express LIMITED

18/04/2009

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09/04/2009 COMPANIES HOUSE

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- 1. The Company's name is "Links Express LIMITED "
- 2. The Company's registered office is to be situated in England and Wales.
- 3. The Company's objects are\*: -

To carry on business as a general commercial company, and to deal with exchange of currencies, and to finance the import/export activities between Africa, Europe and UAE especially the commercial exchange between Britain and Somalia

4. The Liability of the members is limited

5. The Company's share capital is £1000.00, divided into shares of £1.00 each.

We, the Subscribers to this Memorandum of Association, wish to be formed into a Company pursuant to this Memorandum, and we agree to take the number of shares opposite our respective names.

NAMES AND ADDRESSESS OF SUBSCRIBERS	Number of Shares Taken by each Subscriber	
Abdi Rashed Mohamed Mussa 27 Whistler Gardens Edgware HA8 5TU	X1000.00)	

Dated this O分"day of

Witness to the above Signatures: -

K.A.R. BULATHWELA

SOLICITOR

COMMISSIONER FOR OATHS

P. KRAMA & CO. COMMISSIONER FOR OATHS 346-348a Kiiburn High Road London NW6 2RH

## The Companies Acts 1985 and 1989

### COMPANY LIMITED BY SHARES

## **Articles of Association**

OF

## **Links Express Limited**

- Subject as hereinafter provided, the regulations contained or incorporated in Table A in The Companies (Tables A to F) Regulations 1985 (hereinafter referred to as "Table A") shall apply to the Company.
- 2. Regulations 8, 64, 76, 77 and 113 of Table A shall not apply to the Company.
- 3. The Company is a private company and accordingly no offer or invitation shall be made to the public (whether for cash or otherwise) to subscribe for any shares in or debentures of the Company, nor shall the Company allot or agree to allot (whether for cash or otherwise) any shares in or debentures being offered for sale to the public.
- 4. At the date of the adoption of these Articles the capital of the Company is £1000.00 divided into 1000 Ordinary Shares of £1 each.
- 5. (a) The Directors may subject to Article 6 hereof allot, grant options over, or otherwise deal with or dispose of any relevant securities (as defined by section 80(2) of the Companies Act 1985) of the Company to such persons and generally on such terms and conditions as the Directors think proper.
  - (b) The general authority conferred by paragraph (a) of this Article shall be conditional upon due compliance with Article 6 hereof and shall extend to the amount of the authorised share capital of the Company upon its incorporation. The said authority will expire on the date of the fifth anniversary of the incorporation unless renewed, varied or revoked by the Company in general meeting in accordance with section 80 or section 80A of the Act.
  - (c) The Directors shall be entitled under the general authority conferred by paragraph (a) of this Article to make at any time before the expiry of such authority any offer or agreement which will or might require relevant securities of the Company to be allotted after the expiry of such authority.
- 6. (a) Subject to any direction to the contrary that may be given by the Company in general meeting all shares authorised pursuant to Article 5 hereof to be allotted shall be offered to the members in proportion to the existing shares held by them and such offer shall be made by notice in writing specifying the

number of the shares to which the member is entitled and limiting a time (being not less than 21 days) within which the offer if not accepted will be deemed to have been declined, and after the expiry of such time or upon receipt of an intimation from the member to whom such notice is given that he declines to accept the shares offered, the Directors may, subject the these Articles, allot or otherwise dispose of the same to such persons and upon such terms as they think most beneficial to the Company. The Directors may in like manner dispose of any such shares as aforesaid which, by reason of the proportion borne by them to the number of persons entitled to any such offer as aforesaid or by reason of any other difficulty in apportioning the same, cannot in the opinion of the Directors be conveniently offered in manner hereinbefore provided. (b) By virtue of section 91(1) of the Companies Act 1985, sections 89(1) and 90(1) to 90(6) inclusive of that Act shall not apply to the Company.

- 7. The Company shall have a first and paramount lien on every share (whether or not it is fully paid share) for all moneys (whether presently payable or not) called or payable at a fixed time in respect of that share and the Company shall also have a first and paramount lien on all shares (whether fully paid or not) standing registered in the name of any member whether solely or one of two or more joint holders for all moneys presently payable by him or his estate to the Company; but the Directors may at any time declare any share to be wholly or in part exempt from the provisions of this Article. The Company's lien (if any) on a share shall extend to all dividends payable thereon.
- The Directors may, in their absolute discretion and without assigning any reason therefore, decline to register any transfer of any share, whether or not it is a fully paid share. The first sentence of Regulation 24 of Table A shall not apply to the Company.
- 9. In accordance with section 372(3) of the Companies Act 1985 in every notice calling a General Meeting of the Company there shall appear with reasonable prominence a statement that a member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him and that a proxy need not be a member of the Company. Regulation 38 of Table A shall be modified accordingly and the second sentence of Regulation 59 of Table A shall not apply to the Company.
- 10. In Regulation 41 of Table A there shall be added at the end: "If at any adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the meeting shall be dissolved."
- 11. Unless and until the Company in general meeting shall otherwise determine, there shall be no maximum number of Directors and the minimum number of Directors shall be one. If and so long as there is a sole Director he may exercise all the powers and authorities vested in the Directors by these Articles and by Table A and Regulation 89 of Table A shall be modified accordingly. The first Directors of the Company shall be as named in the statement delivered to the Registrar of Companies pursuant to section 10 of the Companies Act 1985.

- 12. The Company shall not be subject to section 293 of the Companies Act 1985, and accordingly any person may be appointed or elected as a Director, whatever his age, and no Director shall be required to vacate his office of Director by reason of his attaining or having attained the age of seventy years or any other age.
- 13. No person other than a Director retiring by rotation shall be elected a Director at any general meeting unless
  - he is recommended by the Directors; or
  - (ii) not less than fourteen nor more than thirty-five clear days before the date of the meeting a notice in writing signed by a member qualified to vote at the meeting has been given to the Company of te intention to propose that person for election, together with a notice in writing signed by that person of his willingness to be elected.
- 14. A Director shall not be required to hold any share qualification but shall nevertheless be entitled to receive notice of and to attend at all general meetings of the Company and at all separate general meetings of the holders of any class of shares in the capital of the Company.

#### NAMES AND ADDRESSES OF SUBSCRIBERS

Abdi Rashed Mohamed Mussa 27 Whistler Gardens Edgware HA8 5TU

Dated this Og hay of April

Witness to the above Signatures: -

K.A.R. BULATHWELA SOLICITOR COMMISSIONER FOR OATHS

P. KRAMA & CO. COMMISSIONER FOR OATHS 345-348a Kilburn High Road London NW6 2RH





Declaration on application for registration

Please complete in typescript, or in bold black capitals.			
CHWP000			
Company Name in full	LINKS EXPRESS LIMITED		
l,	ABDI RASHED MOHAMED MUSSA		
of	27 WHISTLER CARDENS EDGWARE HAS 5TH		
Please delete as appropriate.	do solemnly and sincerely declare that I am a <sup>†</sup> [Solicitor engaged in the formation of the company][person named as director or secretary of the company in the statement delivered to the Registrar under section 10 of the Companies Act 1985] and that all the requirements of the Companies Act 1985 in respect of the registration of the above company and of matters precedent and incidental to it have been complied with.		
	And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835.		
Declarant's signature	PAT-		
Declared at	346-346A KILBURD HIGH ROAD LONDOR		
On	Day Month Year  17042009		
Please print name. before me •	K. A. R. BULMIHWELA		
Signed	Date 17/04/09  † A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor		
You do not have to give any contac nformation in the box opposite but	P. KRAMA & CO.		
f you do, it will help Companies House to contact you if there is a	COMMISSIONER FOR OATHS  346-348a Kilburn High Road		
query on the form. The contact information that you give will be Tel 0207. 624 8814			
visible to searchers of the public record.	DX number 128864 DX exchange KILBURN 2		
Companies House receipt date barcode	When you have completed and signed the form please send it to the		

Form revised 10/03

This form has been provided free of charge

by Companies House.

When you have completed and signed the form please send it to the Registrar of Companies at:

DX 33050 Cardiff Companies House, Crown Way, Cardiff, CF14 3UZ for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB DX 235 Edinburgh for companies registered in Scotland

or LP - 4 Edinburgh 2



## Companies House

for the record

Please complete in typescript, or in bold black capitals.

First directors and secretary and intended situation of registered office

CHWP000			
Notes on completion appear on final page			
Company Name in full	LINKS	EXPRES	S LIMITED
Proposed Registered Office	117 HIGH	STREET.	
(PO Box numbers only, are not acceptable)	,		
Post town	HARLESDEN		
County / Region	LONDON	Postcode	JW 10 4TR
f the memorandum is delivered by an agent for the subscriber(s) of the memorandum mark the box opposite and give the agent's	<b>V</b>		
name and address. Agent's Name	P. KRAMA S	co sour	CAPORS
Address	346 - 346 A	KILBURN	MIGH ROAD
Post town	CORDON		
County / Region		Postcode	ros duu
Number of continuation sheets attached	1		

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

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P. KRAMA & CO. **COMMISSIONER FOR OATHS** 346-348a Kilburn High Road London NW6 2RH Tel 0207 6248814 DX number 123864 DX exchange 123864 KILBUAN2

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Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland

v 10/03

DX 235 Edinburgh or LP - 4 Edinburgh 2

Directors (see notes 1-5) Please list directors in alphabetical order \*Honours etc NAME \*Style / Title RASHED ABDI Forename(s) \* Voluntary details C3MA HOM MUSSA Surname Previous forename(s) Previous surname(s) †† Tick this box if the Address \*\* 37 WHISTLER CARDENS address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies EDGWARE Post town Act 1985 otherwise, give your usual 4A8 5TU residential address. In County / Region MIDDX Postcode the case of a corporation or Scottlsh Country firm, give the registered or principal Day office address. Month Year Date of birth **Nationality** BRITISH 1918 **Business occupation** MARKETENG MANAGER NONE Other directorships I consent to act as director of the company named on page 1 **Consent signature Date** This section must be Signed Date 08/04/09 signed by either an agent on behalf of all Date Signed subscribers or the subscribers (i.e those who signed Date Signed as members on the memorandum of Signed Date association). Signed Date Signed Date Signed **Date**