

FILE COPY

CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 7320018

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

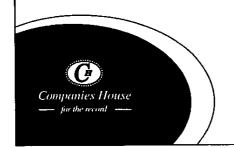
CAMBRIDGE PERSONALITY RESEARCH LTD

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/Wales

Given at Companies House on 20th July 2010



N073200188





In accordance with Section 9 of the Companies Act 2006

IN01

Application to register a company





	A fee is payable with this form Please see 'How to pay' on the last page What this form is for You may use this form to register a You cannot use this			
`	private or public company a limited liability p this, please use for	A3PR5LO7* ease 14/07/2010 13 PANIES HOUSE ruk AGB00KWH* 126 16/06/2010 126 IPANIES HOUSE		
Part 1	Company details			
		Filling in this form Please complete in typescript or in bold black capitals All fields are mandatory unless		
		specified or indicated by *		
A1	Company details			
Proposed company name in full •	Please show the proposed company name below CAMBRIDGE PERSONALITY RESEARCH LTD	Duplicate names Duplicate names are not permitted A list of registered names can be found on our website. There are various rules that may affect your choice of name. More information is available at		
For official use		www.companieshouse.gov.uk		
A2	Company name restrictions o			
	Please tick the box only if the proposed company name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body I confirm that the proposed company name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response	www.companieshouse.gov.uk		
A3	Exemption from name ending with 'Limited' or 'Cyfyngedig' &			
	Please tick the box if you wish to apply for exemption from the requirement to have the name ending with 'Limited', Cyfyngedig' or permitted alternative I confirm that the above proposed company meets the conditions for exemption from the requirement to have a name ending with 'Limited', 'Cyfyngedig' or permitted alternative	Only private companies that are limited by guarantee and meet other specific requirements are eligible to apply for this For more details, please go to our website www.companieshouse.		
A4	Company type ^o			
	Please tick the box that describes the proposed company type and members' liability (only one box must be ticked) Public limited by shares Private limited by shares Private limited by guarantee Private unlimited with share capital Private unlimited without share capital	● Company type If you are unsure of your company's type, please go to our website www.companieshouse gov.uk		

AS	Situation of registered office o				
_	Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked) England and Wales Wales Scotland	• Registered office Every company must have a registered office and this is the address to which the Registrar will send correspondence			
	Northern Ireland	For England and Wales companies, the address must be in England or Wales			
		For Welsh, Scottish or Northern freland companies, the address must be in Wales, Scotland or Northern Ireland respectively			
A6	Registered office address o				
	Please give the registered office address of your company	Registered office address You must ensure that the address			
Building name/number	70	shown in this section is consistent with the situation indicated in			
Street	BEESTON ROAD	section A5			
		You must provide an address in England or Wales for companies to			
Post town	NOTTINGHAM NOTTINGHAM SWIRE	be registered in England and Wales			
County/Region	NOTTI NGHAM SHIRE	You must provide an address in Wales, Scotland or Northern Ireland			
Postcode	NG7 2JP	for companies to be registered in Wales, Scotland or Northern Ireland respectively			
A7	Artıcles of association o				
	Please choose one option only and tick one box only	● For details of which company type			
Option 1	I wish to adopt one of the following model articles in its entirety. Please tick only one box Private limited by shares	can adopt which model articles, please go to our website www.companieshouse.gov.uk			
	Private limited by guarantee Public company	1			
Option 2	I wish to adopt the following model articles with additional and/or amended provisions. I attach a copy of the additional and/or amended provision(s). Please tick only one box. Private limited by shares. Private limited by guarantee. Public company				
Option 3	I wish to adopt entirely bespoke articles I attach a copy of the bespoke articles to this application				
A8	Restricted company articles ©				
	Please tick the box below if the company's articles are restricted	O Restricted company articles Restricted company articles are those containing provision for entrenchment For more details, please go to our website www.companieshouse.gov.uk			

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Application to register a company

Proposed officers Part 2

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual

For a secretary who is an individual, go to Section B1, For a corporate secretary, go to Section C1, For a director who is an individual, go to Section D1, For a corporate director, go to Section E1.

Secretary	'	
B 1	Secretary appointments •	
	Please use this section to list all the secretary appointments taken on formation For a corporate secretary, complete Sections C1-C5	• Corporate appointments For corporate secretary appointments, please complete
Title*		section C1-C5 instead of section B
Full forename(s)		Additional appointments
Surname		If you wish to appoint more than one secretary, please use
Former name(s) 9		the 'Secretary appointments' continuation page
		Please provide any previous names which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used for business purposes
B2	Secretary's service address ®	
Building name/number		Service address This is the address that will appear
Street		on the public record This does not have to be your usual residential address.
Post town		Please state 'The Company's Registered Office' if your service
County/Region		address will be recorded in the
Postcode		proposed company's register of secretaries as the company's
Country		registered office If you provide your residential address here it will appear on the public record
В3	Signature ø	
	I consent to act as secretary of the proposed company named in Section A1	⊙ Signature
	Signature	The person named above consents to act as secretary of the proposed
Signature	X	company

Application to register a company

Corporate secretary

C1	Corporate secretary appointments o	
	Please use this section to list all the corporate secretary appointments taken on formation	◆ Additional appointments If you wish to appoint more than one corporate secretary, please use the
Name of corporate body/firm		'Corporate secretary appointments' continuation page
Building name/number		Registered or principal address This is the address that will appear on the public record This address
Street		must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or
Post town		LP (Legal Post in Scotland) number
County/Region		
Postcode		
Country		
C2	Location of the registry of the corporate body or firm	<u>-</u>
_	Is the corporate secretary registered within the European Economic Area (EEA)?	
	 → Yes Complete Section C3 only → No Complete Section C4 only 	
C3	EEA companies ®	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA A full list of countries of the EEA can be found in our guidance
Where the company/ firm is registered •		www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law
Registration number		Directive (68/151/EEC)
C4	Non-EEA companies	
_	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	O Non-EEA Where you have provided details of the register (including state) where
Legal form of the corporate body or firm		the company or firm is registered, you must also provide its number in that register
Governing law		
If applicable, where the company/firm is registered •		
Registration number		
C 5	Signature ⊙	
	I consent to act as secretary of the proposed company named in Section A1	© Signature
Signature	Signature X	The person named above consents to act as corporate secretary of the proposed company

Application to register a company

_	•		-		
-		re		-	-
.,			€ 8	LJ	г

D1	Director appointments •	
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	Appointments Private companies must appoint at least one director who is an
Title*	MR	individual Public companies must appoint at least two directors, one of
Full forename(s)	DAVID JOHN	which must be an individual
Surname	STILLWELL	• Former name(s) Please provide any previous names
Former name(s) • Country/State of		which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used for business purposes
residence ©	UK	⊙ Country/State of residence
Nationality	BRITISH	This is in respect of your usual residential address as stated in
Date of birth	1 1 0 T, TO 1 1 1 9 5	section D4
Business occupation (if any) •		O Business occupation If you have a business occupation, please enter here If you do not, please leave blank
		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page
D2	Director's service address [©]	
	Please complete the service address below You must also fill in the director's usual residential address in Section D4	Service address This is the address that will appear
Building name/number	70	on the public record This does not have to be your usual residential
Street	BEESTON ROAD	address Please state 'The Company's Registered Office' if your service
Post town	NOTTINGHAM	address will be recorded in the proposed company's register of
County/Region	NOTTINGHAMSHIRE	directors as the company's registered office
Postcode	NG7 2 3 P	If you provide your residential address here it will appear on the
Country	UK	public record
D3	Signature O	1
	I consent to act as director of the proposed company named in Section A1	O Signature
Signature	Signature X. J. Stellwell X	The person named above consents to act as director of the proposed company

Application to register a company

Director

D1	Director appointments •	
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	Appointments Private companies must appoint at least one director who is an
Title*	MR	individual Public companies must appoint at least two directors, one of
Full forename(s)		which must be an individual
Surname	KOSINSKI	O Former name(s) Please provide any previous names
Former name(s) •		which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used
Country/State of residence	UK	for business purposes
Nationality	POUSM	Country/State of residence This is in respect of your usual
Date of birth	0 8 0 5 1/9 82	residential address as stated in Section D4
Business occupation (if any) o		Business occupation If you have a business occupation, please enter here If you do not, please leave blank Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page

D2	Director's service address®				
	Please complete the service address below You must also fill in the director's usual residential address in Section D4	Service address This is the address that will appear			
Building name/number	DOWNING COLLEGE	on the public record This does not have to be your usual residential			
Street	REGENT STREET	address. Please state 'The Company's Registered Office' if your service			
Post town	CAMBRIOGE	address will be recorded in the proposed company's register of			
County/Region	CAMBRIDGE SHIRE	directors as the company's registered office			
Postcode	CB2 1DQ	If you provide your residential address here it will appear on the			
Country	UK	public record			

D3	Signature ^O				
	I consent to act as director of the proposed company named in Section A1		O Signature The person named above consents		
Signature	Signature X Carili	X	to act as director of the proposed company		

Application to register a company

Corporate director

E1	Corporate director appointments •	
_ _	Please use this section to list all the corporate directors taken on formation	• Additional appointments
Name of corporate body or firm		If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page
Building name/number		Registered or principal address This is the address that will appear
Street		on the public record. This address must be a physical location for the delivery of documents. It cannot be
Post town		a PO box number (unless contained within a full address), DX number or
County/Region		LP (Legal Post in Scotland) number
Postcode		
Country		
E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only → No Complete Section E4 only	
E3	EEA companies ®	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA A full list of countries of the EEA can be found in our guidance
Where the company/ firm is registered		www.companieshouse.gov.uk
		● This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Registration number		Distance (OS (S)/220)
E4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	O Non-EEA Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number in that register
Governing law		
If applicable, where the company/firm is registered •		
If applicable, the registration number		
E 5	Signature 9	
	I consent to act as director of the proposed company named in Section A1	Signature The person named above consents
Signature	Signature X	to act as corporate director of the proposed company

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	INO1 Application to reg	ister a company				
Part 3	Statement	of capital				
		have share capital? plete the sections belo Part 4 (Statement				
F1	Share capital in	pound sterling (£)			
Please complete the ta If all your issued capit			ld in pound sterling and then go to Section F4			
Class of shares (E g Ordinary/Preference etc	:)	Amount paid up on each share	Amount (if any) unpaid on each share ①	Number of share	es Ø	Aggregate nominal value 😉
Ordinary		\$0.10		100		£ 10.00
7						£
						£
						£
			Totals			£
Please complete the ta Please complete a sep Currency		urrency				
Class of shares (E.g. Ordinary/Preference etc	:)	Amount paid up on each share 0	Amount (if any) unpaid on each share	Number of sha	es 0	Aggregate nominal value 3
			Totals			
Currency						
Class of shares (E g Ordinary/Preference etc	:)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of sha	es 😯	Aggregate nominal value O
			Totals			
F3	Totals					
	Please give the tota issued share capital		nd total aggregate nominal	value of	Please I	ggregate nominal value ist total aggregate values in t currencies separately For
Total number of shares	of shares \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \			£100 + €100 + \$10 etc		
Total aggregate nominal value •	\$10.00					
• Including both the nomi share premium • Total number of issued s	•	Number of shares issu nominal value of each	share Plea	ntinuation Pag ise use a Stateri e if necessary		tal continuation

F4

Statement of capital (Prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Sections F1** and **F2**

Class of share

Prescribed particulars

ORDINARY

X EACH SHARE IS ENTITLED
PART PASSU TO PARTICIPATE
IN A DISTRIBUTION FROM A
WINDING UP OF THE COMPANY

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES

EACH SHARE IS ENTITLED PART PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION

OPrescribed particulars of rights attached to shares

The particulars are

- a particulars of any voting rights, including rights that arise only in certain circumstances.
- b particulars of any rights, as respects dividends, to participate in a distribution,
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares

A separate table must be used for each class of share

Continuation pages

Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

Class of share	Prescribed particulars of rights
Prescribed particulars •	O Prescribed particulars of rights attached to shares The particulars are a particulars of any voting rights, including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate in a distribution, c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares A separate table must be used for each class of share Continuation pages Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

ı	ï
-	

Initial shareholdings

This section should only be completed by companies incorporating with share capital Please complete the details below for each subscriber

The addresses will appear on the public record. These do not need to be the subscribers' usual residential address.

Initial shareholdings Please list the company's subscribers in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

subscribers' usual residential address continuation page it necessary					e ii necessary	
Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
David Still well	Ordinary	50	Z	0.10		£500
70 Beeston Rand						_
Nothingham NG7 2JP						
Name						<u> </u>
MICHAL KOSINSKI	ORDINARY	50	£	0.10		5.00£
Address						
DOWNING COLLEGE			_			
CAMBRIDGE						
CB2 1DQ						F
Name						
Address	<u> </u>	<u> </u>		-	<u> </u> 	<u> </u>
			1			
			-			
Name					<u></u>	
Address						
					<u> </u>	
Name						
Address						
					<u></u>	

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	Application to register a company	
Part 4	Statement of guarantee	
	Is your company limited by guarantee?	-
	→ Yes Complete the sections below	
	→ No Go to Part 5 (Statement of compliance)	
G1	Subscribers	<u> </u>
_	Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person named below.	O Name Please use capital letters. O Address
	I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for	 The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.
	- payment of debts and liabilities of the company contracted before I	Amount guaranteed Any valid currency is permitted
	cease to be a member, - payment of costs, charges and expenses of winding up, and, - adjustment of the rights of the contributors among ourselves,	Continuation pages Please use a 'Subscribers' continuation page if necessary
	not exceeding the specified amount below	
	Subscriber's details	-
Forename(s) •		-
Surname 0		_
Address 😉		_
Postcode		
Amount guaranteed 9		-
	Subscriber's details	
Forename(s) •		_
Surname •		_
Address 🕹		-
Postcode		
Amount guaranteed ©		_
	Subscriber's details	-
Forename(s) •		-
Surname •		-
Address •		- -
Postcode		
Amount guaranteed ©		-

	Subscriber's details	9 Name
Forename(s) •		Please use capital letters
Surname •		• Address The addresses in this section will
Address 9		appear on the public record They do not have to be the subscribers' usual residential address.
Postcode		Amount guaranteed Any valid currency is permitted
Amount guaranteed		Continuation pages Please use a 'Subscribers'
	Subscriber's details	continuation page if necessary
Forename(s) •		
Surname •		
Address 2		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname •		
Address ⊙		
Postcode		
Amount guaranteed		
	Subscriber's details	
Forename(s) •		
Surname 0		
Address @		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname O		
Address 9		
Partrada	<u> </u> 	
Postcode		
Amount guaranteed 9	1	
		1

Part 5 Statement of compliance This section must be completed by all companies Is the application by an agent on behalf of all the subscribers? → No Go to Section H1 (Statement of compliance delivered by the → Yes Go to Section H2 (Statement of compliance delivered by an agent) H1 Statement of compliance delivered by the subscribers • Please complete this section if the application is not delivered by an agent Statement of compliance delivered by the subscribers for the subscribers of the memorandum of association Every subscriber to the memorandum of association must sign the statement of compliance I confirm that the requirements of the Companies Act 2006 as to registration have been complied with Subscriber's signature X Subscriber's signature X Subscriber's signature X Subscriber's signature X

Application to register a company Subscriber's signature **Continuation pages** Please use a 'Statement of X compliance delivered by the subscribers' continuation page if more subscribers need to sign Subscriber's signature X Subscriber's signature X X Subscriber's signature X X H2 Statement of compliance delivered by an agent Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association Agent's name Building name/number Street Post town County/Region Postcode Country I confirm that the requirements of the Companies Act 2006 as to registration have been complied with Signature Agent's signature X X

IN01

Application to register a company

Presenter information	Important information		
You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.	Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses		
Contact name David Stilluell	£ How to pay		
	A fee of £20 is payable to Companies House to register a company		
Address 70 Beeston Road	Make cheques or postal orders payable to 'Companies House'		
	☑ Where to send		
Post town Nottingham County/Region Nottinghamshire Postcode	You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below		
Country UK	For companies registered in England and Wales The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff		
Telephone			
We will send your certificate to the presenters address (shown above) or if indicated to another address shown below At the registered office address (Given in Section A6)	For companies registered in Scotland The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post)		
At the agents address (Given in Section H2)	For companies registered in Northern Ireland The Registrar of Companies, Companies House,		
We may return forms completed incorrectly or with information missing	Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG DX 481 N R Belfast 1		
Please make sure you have remembered the following You have checked that the proposed company name is available as well as the various rules that may affect your choice of name. More information can be found in guidance on our website.	Section 243 exemption If you are applying for, or have been granted a section 243 exemption, please post this whole form to the different postal address below The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE		
If the name of the company is the same as one already on the register as permitted by The Company	Further Information		
and Business Names (Miscellaneous Provisions) Regulations 2008, please attach consent ☐ You have used the correct appointment sections ☐ Any addresses given must be a physical location	For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquines@companieshouse.gov.uk		
They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland)	This form is available in an		
number The document has been signed, where indicated	alternative format. Please visit the		
☐ All relevant attachments have been included	forms page on the website at		
 ☐ You have enclosed the Memorandum of Association ☐ You have enclosed the correct fee 	www.companieshouse.gov.uk		

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of CAMBRIDGE PERSONALITY RESEARCH

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 by each subscriber

David Stillwell

Kosinski

MICHAL KOSINSKI

A3IMLLOB 14/07/2010 COMPANIES HOUSE