

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 7979260

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

ZAVARI 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 7th March 2012



N07979260R



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

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
— for the record —

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: 06/03/2012



X1459BEI

*Company Name
in full:*

ZAVARI LTD

Company Type:

Private limited by shares

*Situation of Registered
Office:*

England and Wales

*Proposed Register
Office Address:*

**12 BRIDEWELL PLACE
THIRD FLOOR EAST
LONDON
UNITED KINGDOM
EC4V 6AP**

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

Company Director **1**

Type: **Person**

Full forename(s): **MR. DOUGLAS JAMES MORLEY**

Surname: **HULME**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **CHANNEL ISLANDS**

Date of Birth: **18/10/1943**

Nationality: **BRITISH**

Occupation: **DIRECTOR**

Consented to Act: **Y**

Date authorised: **07/03/2012**

Authenticated: **YES**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	100
		<i>Aggregate nominal value</i>	100
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ALL SHARES ISSUED ARE NON-REDEEMABLE AND RANK EQUALLY ON TERMS OF : A) VOTING RIGHTS WHEREAS ON A SHOW OF HANDS EVERY MEMBER PRESENT IN PERSON SHALL HAVE ONE VOTE AND ON POLL EVERY MEMBER SHALL HAVE ONE VOTE FOR EACH SHARE OF WHICH HE IS A HOLDER B) RIGHTS TO PARTICIPATE IN ALL APPROVED DIVIDEND DISTRIBUTION C) RIGHT TO PARTICIPATE IN ANY CAPITAL DISTRIBUTION ON WINDING UP

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	100
		<i>Total aggregate nominal value</i>	100

Initial Shareholdings

Name: FRANCESCO RIZZO

Address: FLAT 4 15 COLLINGHAM ROAD
LONDON
UNITED KINGDOM
SW5 0NU

Class of share: ORDINARY

Number of shares: 30

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 0

Amount paid: 1

Name: STEFANO VALENTE

Address: 9 VIA FRANCESCO TRINCHERA
LECCE
LE
ITALY

Class of share: ORDINARY

Number of shares: 35

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 0

Amount paid: 1

Name: GIANTOMMASO ZACHEO

Address: 036 VIA MARTIRI D'UNGHERIA
CARPIGNANO SALENTINO
LE
ITALY

Class of share: ORDINARY

Number of shares: 35

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 0

Amount paid: 1

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: **KELMER & PARTNERS LIMITED**

Agent's Address: **12 BRIDEWELL PLACE
THIRD FLOOR EAST
LONDON
UNITED KINGDOM
EC4V 6AP**

Authorisation

Authoriser Designation: **agent**

Authenticated: **Yes**

Agent's Name: **KELMER & PARTNERS LIMITED**

Agent's Address: **12 BRIDEWELL PLACE
THIRD FLOOR EAST
LONDON
UNITED KINGDOM
EC4V 6AP**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of ZAVARI 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
FRANCESCO RIZZO	Authenticated Electronically
STEFANO VALENTE	Authenticated Electronically
GIANTOMMASO ZACHEO	Authenticated Electronically

Dated: 06/03/2012