

FILE COPY



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

Company Number **10391894**

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

BETTER COMMERCE 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 **23rd September 2016**



* N10391894M *



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:***22/09/2016**

X5G3B9SJ

Company Name in full:

BETTER COMMERCE LTD

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**OFFICE 3.11, NWMS CENTER 3RD FLOOR; 31 SOUTHAMPTON
ROW
LONDON
ENGLAND WC1B 5HJ**

Sic Codes:

82990

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary 1

Type: **Corporate**

Name: **NORTHWESTERN MANAGEMENT SERVICES LIMITED**

Principal / Business Address: **OFFICE 3.11, NWMS CENTER 3RD FLOOR; 31 SOUTHAMPTON
ROW
LONDON
ENGLAND WC1B 5HJ**

European Economic Area (EEA) Company

Register Location: **UK**

Registration Number: **08056673**

The subscribers confirm that the corporate body named has consented to act as a secretary.

Company Director *1*

Type: **Person**

Full Forename(s): **OLEG**

Surname: **BARG**

Service Address: **0 BOARDING STREET
KUTURGA VILLAGE
TYUP DISTRICT
ISRAEL 0000**

*Country/State Usually
Resident:* **ISRAEL**

Date of Birth: ****/04/1965** *Nationality:* **ISRAELI**

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>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<i>Prescribed particulars</i>			

ORDINARY SHARES HAVE 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>	1
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **AXPERA LTD**

Address **GLOBAL GATEWAY 8 RUE
DE LA PERLE
PROVIDENCE
MAHE
SEYCHELLES
0000**

Class of Shares: **ORDINARY**

Number of shares: **1**

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: **OLEG BARG**

*Country/State Usually
Resident:* **ISRAEL**

Date of Birth: ****/04/1965** *Nationality:* **ISRAELI**

Service Address: **0 BOARDING STREET
KUTURGA VILLAGE
TYUP DISTRICT
ISRAEL
0000**

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, 75% or more of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more 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.
<i>Nature of control</i>	The person has the right to exercise, or actually exercises, significant influence or control over 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: **COMPANIES MADE SIMPLE LTD**

Agent's Address: **20-22 WENLOCK ROAD
LONDON
ENGLAND
N1 7GU**

Authorisation

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

Agent's Name: **COMPANIES MADE SIMPLE LTD**

Agent's Address: **20-22 WENLOCK ROAD
LONDON
ENGLAND
N1 7GU**

Companies Act 2006

SCHEDULE 1 COMPANY HAVING A SHARE CAPITAL Memorandum of Association of BETTER COMMERCE 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 each.

Subscriber:

Axpera Ltd

Authorising Person: Oleg Barg

Authentication: Authenticated Electronically

Dated: 22 Sep 2016