

FILE COPY



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

Company Number **10688982**

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

NETCENTS INTERNATIONAL 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 **24th March 2017**



* N10688982T *



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: **23/03/2017**

X62U677V

Company Name in full:

NETCENTS INTERNATIONAL LTD

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**4TH FLOOR CLERKS WELL HOUSE
20 BRITTON STREET
LONDON
UNITED KINGDOM**

Sic Codes:

82990

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary 1

Type: **Corporate**

Name: **LINCOLN ADMINISTRATION LIMITED**

Principal / Business Address: **4TH FLOOR CLERKS WELL HOUSE
20 BRITTON STREET
LONDON
UNITED KINGDOM EC1M 5UA**

European Economic Area (EEA) Company

Register Location: **ENGLAND AND WALES**

Registration Number: **04828040**

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

Company Director *1*

Type: **Person**

Full Forename(s): **MR. MARK**

Surname: **WOOD**

Former Names:

Service Address: **recorded as Company's registered office**

*Country/State Usually
Resident:* **UNITED KINGDOM**

Date of Birth: ****/08/1983** *Nationality:* **BRITISH**

Occupation: **COMPANY
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>	2
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	2
<i>Prescribed particulars</i>			

**EACH SHARE HAS 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>	2
		<i>Total aggregate nominal value:</i>	2
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **NETCENTS TECHNOLOGY
INC.**

Class of Shares: **ORDINARY**

Address **885 WEST GEORGIA
STREET
SUITE 1500, BOX 1078
VANCOUVER
BRITISH COLUMBIA
CANADA
V6C 3E8**

Number of shares: **2**

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: **MR. CLAYTON LEIGH MOORE**

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

Date of Birth: ****/03/1977** *Nationality:* **CANADIAN**

Service Address: **885 WEST GEORGIA STREET,
SUITE 1500, BOX 1078
VANCOUVER
BRITISH COLUMBIA
CANADA
V6C 3E8**

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.

Nature of control

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: **PEARSE TRUST INTERNATIONAL LTD**

Agent's Address: **25 SOUTHAMPTON BUILDINGS
LONDON
UNITED KINGDOM
WC2A 1AL**

Authorisation

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

Agent's Name: **PEARSE TRUST INTERNATIONAL LTD**

Agent's Address: **25 SOUTHAMPTON BUILDINGS
LONDON
UNITED KINGDOM
WC2A 1AL**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of NETCENTS INTERNATIONAL 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
NETCENTS TECHNOLOGY INC.	Authenticated Electronically

Dated: 23/03/2017