

FILE COPY



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

Company Number **10922380**

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

HAPPYCLOTH 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 **18th August 2017**



* N10922380C *



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: **17/08/2017**

X6CZIXNV

Company Name in full:

HAPPYCLOTH LTD

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**90 CHESTERTON ROAD
LONDON
UNITED KINGDOM W10 6EP**

Sic Codes:

**46420
47710
47820
47910**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director 1

Occupation: **FOUNDER**

Company Director 2

Type: **Person**

Full Forename(s): **MR KONSTANTINOS**

Surname: **BERIOS**

Former Names:

Service Address: **6 KIVELIS ST.
ATHENS
ATTIKI
GREECE**

*Country/State Usually
Resident:* **GREECE**

Date of Birth: ****/07/1992** *Nationality:* **GREEK**

Occupation: **CO-FOUNDER**

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>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<i>Prescribed particulars</i>			

FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **KONSTANTINOS
SOTIROPOULOS**

Address **90 CHESTERTON ROAD
LONDON
UNITED KINGDOM
W10 6EP**

Class of Shares: **ORDINARY**

Number of shares: **50**

Currency: **GBP**

*Nominal value of each
share:* **1**

Amount unpaid: **0**

Amount paid: **50**

Name: **KONSTANTINOS BERIOS**

Address **6 KIVELIS ST.
ATHENS
ATTIKI
GREECE**

Class of Shares: **ORDINARY**

Number of shares: **50**

Currency: **GBP**

*Nominal value of each
share:* **1**

Amount unpaid: **0**

Amount paid: **50**

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 KONSTANTINOS SOTIROPOULOS**

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

Date of Birth: ****/12/1992** *Nationality:* **GREEK**

Service address recorded as Company's registered office

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, more than 25 % but not more than 50 % of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25 % but not more than 50 % 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.

Individual Person with Significant Control details

Names: **MR KONSTANTINOS BERIOS**

*Country/State Usually
Resident:* **GREECE**

Date of Birth: ****/07/1992** *Nationality:* **GREEK**

Service Address: **6 KIVELIS ST.
ATHENS
ATTIKI
GREECE**

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, more than 25 % but not more than 50 % of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25 % but not more than 50 % 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.

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

Name: **KONSTANTINOS SOTIROPOULOS**

Authenticated **YES**

Name: **KONSTANTINOS BERIOS**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of HAPPYCLOTH 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
Konstantinos Sotiropoulos	Authenticated Electronically
Konstantinos Berios	Authenticated Electronically

Dated: 17/08/2017