

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11023180**

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

**GOAHEADAFRICA 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 **20th October 2017**



\* N110231803 \*



Companies House



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



Companies House

**IN01**<sub>(ef)</sub>

**Application to register a company**



*Received for filing in Electronic Format on the:***19/10/2017**

*X6HDBX3V*

*Company Name in full:*

**GOAHEADAFRICA LTD.**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**7 MOAT STREET  
WIGSTON  
UNITED KINGDOM LE18 2GD**

*Sic Codes:*

**46420  
72200**

*I wish to entirely adopt the following model articles:*

**Private (Ltd by Shares)**

*Company Director* 1

*The subscribers confirm that the person named has consented to act as a director.*

## *Company Director*      2

*Type:*                                      **Person**

*Full Forename(s):*                      **CLIVE**

*Surname:*                                **WALLIS**

*Former Names:*

*Service Address:*                      **72 WINSLOW DRIVE  
WIGSTON  
UNITED KINGDOM LE18 3QG**

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

*Date of Birth:*    **\*\*/06/1955**                                      *Nationality:*    **BRITISH**

*Occupation:*    **DIRECTOR OF  
DEVELOPMENT**

*The subscribers confirm that the person named has consented to act as a director.*

## *Statement of Capital (Share Capital)*

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|                               |                 |                                 |             |
|-------------------------------|-----------------|---------------------------------|-------------|
| <i>Class of Shares:</i>       | <b>ORDINARY</b> | <i>Number allotted</i>          | <b>1000</b> |
| <i>Currency:</i>              | <b>GBP</b>      | <i>Aggregate nominal value:</i> | <b>1</b>    |
| <i>Prescribed particulars</i> |                 |                                 |             |

**EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING,  
DIVIDENDS AND DISTRIBUTIONS.**

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### **Statement of Capital (Totals)**

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|                  |            |                                       |             |
|------------------|------------|---------------------------------------|-------------|
| <i>Currency:</i> | <b>GBP</b> | <i>Total number of shares:</i>        | <b>1000</b> |
|                  |            | <i>Total aggregate nominal value:</i> | <b>1</b>    |
|                  |            | <i>Total aggregate unpaid:</i>        | <b>950</b>  |

## *Initial Shareholdings*

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*Name:* **PIERRE NGON A MBARA**

*Address* **7 MOAT STREET 7 MOAT  
STREET  
LEICESTER  
UNITED KINGDOM  
LE18 2GD**

*Class of Shares:* **ORDINARY**

*Number of shares:* **500**

*Currency:* **GBP**

*Nominal value of each  
share:* **0.001**

*Amount unpaid:* **0.75**

*Amount paid:* **0.25**

*Name:* **GRACE NGON**

*Address* **7 MOAT STREET 7 MOAT  
STREET  
LEICESTER  
UNITED KINGDOM  
LE18 2GD**

*Class of Shares:* **ORDINARY**

*Number of shares:* **500**

*Currency:* **GBP**

*Nominal value of each  
share:* **0.001**

*Amount unpaid:* **0**

*Amount paid:* **0**

## ***Persons with Significant Control (PSC)***

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### **Statement of initial significant control**

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**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**

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## *Individual Person with Significant Control details*

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*Names:* **GRACE NGON**

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

*Date of Birth:* **\*\*/08/1985** *Nationality:* **BRITISH**

*Service Address:* **72 WINSLOW DRIVE  
WIGSTON  
UNITED KINGDOM  
LE18 3QG**

*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 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 activities of a firm that, under the law by which it is governed, is not a legal person; and the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over 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.                                                                                                                                                                                                                                            |

## ***Statement of Compliance***

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

*Name:* **PIERRE NGON A MBARA**

*Authenticated* **YES**

*Name:* **GRACE NGON**

*Authenticated* **YES**

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## ***Authorisation***

*Authoriser Designation:* **subscriber**

*Authenticated* **YES**

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# COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of GOAHEADAFRICA 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               |
|-------------------------|------------------------------|
| PIERRE NGON A MBARA     | Authenticated Electronically |
| Grace Ngon              | Authenticated Electronically |

Dated: 19/10/2017