

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11219544**

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

AFRIMINE SA PTY LIMITED

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 **22nd February 2018**



* N11219544E *



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: **21/02/2018**

X70A05A3

Company Name in full: **AFRIMINE SA PTY LIMITED**

Company Type: **Private company limited by shares**

Situation of Registered Office: **England and Wales**

Proposed Registered Office Address: **79 POWELL AVENUE
BLACKPOOL
LANCASHIRE
UNITED KINGDOM FY4 3HQ**

Sic Codes: **07290
14120**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **MR MARTIN SOUL**

Surname: **CHIKWANDA**

Former Names:

Service Address: **AFRIMINE SOUTHERN AFRICA PTY LTD
79
311 SURREY AVENUE MALUME MANCI HOUSE
FERNDALE
CITY OF JOHANNESBURG
79
SOUTH AFRICA 2194**

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

Date of Birth: ****/09/1977** *Nationality:* **ZAMBIAN**

Occupation: **CEO**

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

Company Director 2

Type: **Person**

Full Forename(s): **MRS RENEE**

Surname: **CHIKWANDA**

Former Names: **HILTON**

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

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: ****/11/1974** *Nationality:* **ENGLISH**

Occupation: **NON
EXECUTIVE
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>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	2.65
<i>Prescribed particulars</i>			

MAJORITY SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS. THE CEO IS THE MAJORITY SHAREHOLDER WHO HAS THE FULL RIGHT TO FIRE AND HIRE ANY EMPLOYEE AT ANY GIVEN GIVEN TIME. HE WILL ALSO BE THE SOLE SIGNATORY ON THE BUSINESS ACCOUNTS.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	2.65
		<i>Total aggregate unpaid:</i>	265

Initial Shareholdings

Name: **MARTIN SOUL
CHIKWANDA**

Class of Shares: **ORDINARY**

Address **26 LITHAN AVENUE
LITHAM ST ANNE
LANCASHIRE
UNITED KINGDOM
FY8 5LU**

Number of shares: **70**
Currency: **GBP**
Nominal value of each share: **0.0265**
Amount unpaid: **8435**
Amount paid: **120.5**

Name: **RENEE CHIKWANDA**

Class of Shares: **ORDINARY**

Address **79 POWELL AVENUE
BLACKPOOL
LANCASHIRE
UNITED KINGDOM
FY4 3HQ**

Number of shares: **30**
Currency: **GBP**
Nominal value of each share: **0.0265**
Amount unpaid: **3615**
Amount paid: **120.5**

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 MARTIN SOUL CHIKWANDA**

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

Date of Birth: ****/09/1977** *Nationality:* **ZAMBIAN**

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 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) hold, directly or indirectly, more than 50 % but less than 75 % of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 50 % but less than 75 % of the shares in 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 trust, and the trustees of that trust (in their capacity as such) hold, directly or indirectly, more than 50 % but less than 75 % of the shares in 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 appoint or remove, directly or indirectly, a majority of the board of directors of 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 trust, and the trustees of that trust (in their capacity as such) have the right to appoint or remove, directly or indirectly, 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 has the right to exercise, or actually exercises, significant influence or control over the activities of a trust, and the trustees of that trust (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 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) hold, directly or indirectly, more than 50% but less than 75% of the voting rights in the company.

Nature of control

The person has the right to exercise, or actually exercises, significant influence or control over the activities of a trust, and the trustees of that trust (in their capacity as such) hold, directly or indirectly, more than 50% but less than 75% of the voting rights in the company.

Nature of control

The person holds, directly or indirectly, 75% or more of the voting rights in the company.

Statement of Compliance

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

Name: **MARTIN SOUL CHIKWANDA**

Authenticated **YES**

Name: **RENEE CHIKWANDA**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of AFRIMINE SA PTY LIMITED

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
Martin Soul Chikwanda	Authenticated Electronically
Renee Chikwanda	Authenticated Electronically

Dated: 21/02/2018