

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number 11733701

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

**ONOMI VIM UK 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 **19th December 2018**



\* N11733701A \*



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: **18/12/2018**

X7L11UTV

*Company Name in full:* **ONOMI VIM UK LIMITED**

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

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

*Proposed Registered Office Address:* **39 CANYGE SQ  
CLIFTON  
BRISTOL  
ENGLAND BS8 3LB**

*Sic Codes:* **64999**

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

**Private (Ltd by Shares)**

## ***Proposed Officers***

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### ***Company Director***      ***1***

***Type:***                      **Person**

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

***Surname:***                **BLACKMORE**

***Former Names:***

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

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

***Date of Birth:***    **\*\*/03/1976**                      ***Nationality:***    **ENGLISH**

***Occupation:***    **MANAGING  
DIRECTOR**

***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>100</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>100</b>
		<i>Total aggregate unpaid:</i>	<b>100</b>

## ***Initial Shareholdings***

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*Name:* **ONOMI LTD**

*Address* **17 LANDING ROAD  
TITIRANGI  
AUCKLAND  
AUCKLAND  
NEW ZEALAND  
0604**

*Class of Shares:* **ORDINARY**

*Number of shares:* **1000**

*Currency:* **GBP**

*Nominal value of each share:* **0.1**

*Amount unpaid:* **100**

*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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## ***Relevant Legal Entity (RLE) details***

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***Company Name:*** ONOMI LTD

***Service Address:*** 17 LANDING ROAD  
TITIRANGI  
0604  
AUCKLAND  
NEW ZEALAND  
0604

***Legal Form:*** LIMITED COMPANY

***Governing Law:*** COMPANIES ACT

***Register Location:*** NZ COMPANIES OFFICE

***Country/State:*** NEW ZEALAND

***Registration Number:*** 5148501

<i>Nature of control</i>	<b>The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.</b>
<i>Nature of control</i>	<b>The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.</b>
<i>Nature of control</i>	<b>The relevant legal entity holds, directly or indirectly, 75% or more of the voting rights in the company.</b>



## ***Statement of Compliance***

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*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:*      **FAIRBRIDGE EXECUTIVE**

*Agent's Address:*      **14 KENSINGTON AVE  
BALMORAL  
AUCKLAND  
AUCKLAND  
NEW ZEALAND  
1024**

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## ***Authorisation***

*Authoriser Designation:*    **agent**

*Authenticated*    **YES**

*Agent's Name:*      **FAIRBRIDGE EXECUTIVE**

*Agent's Address:*      **14 KENSINGTON AVE  
BALMORAL  
AUCKLAND  
AUCKLAND  
NEW ZEALAND  
1024**

# COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of ONOMI VIM UK 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
Onomi Ltd	Authenticated Electronically

Dated: 18/12/2018