

#### **FILE COPY**

# OF A PRIVATE LIMITED COMPANY

Company No. 394790

The Registrar of Companies for Scotland hereby certifies that

#### **DIAOSU LIMITED**

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by guarantee, and the situation of its registered office is in Scotland

Given at Companies House on 4th March 2011



\*NSC394790N\*





In	accordance with
Se	ction 9 of the
Co	omnanies Act 2006

# **IN01**





A fee is payable with this form. Please see 'How to pay' on the last page.

What this form is for You may use this form to register a private or public company.

What this form i You cannot use th a limited liability this, please use fo



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Filling in this form Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by \*

A1	Company details			
<del></del>	Please show the proposed company name below.	Duplicate names     Duplicate names are not permitted.		
Proposed company	Diaosu LIMITED	iist of registered names can be found on our website. There are various rule		
name in full •		that may affect your choice of name More information is available at:		
or official use	5031914171910	www.companieshouse.gov.uk		

### Company name restrictions e

Please tick the box only if the proposed company name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body.

I confirm that the proposed company name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response.

Company name restrictions A list of sensitive or restricted words or expressions that require consent can be found in quidance available on our website:

www.companieshouse.gov.uk

### Exemption from name ending with 'Limited' or 'Cyfyngedig' o

Please tick the box if you wish to apply for exemption from the requirement to have the name ending with 'Limited', Cyfyngedig' or permitted alternative.

I confirm that the above proposed company meets the conditions for exemption from the requirement to have a name ending with 'Limited', 'Cyfyngedig' or permitted alternative.

Name ending exemption Only private companies that are limited by guarantee and meet other specific requirements are eligible to apply for this.

For more details, please go to our website:

www.companieshouse.gov.uk

#### Company type®

Please tick the box that describes the proposed company type and members' liability (only one box must be ticked):

- Public limited by shares
- Private limited by shares
- Private limited by guarantee
- Private unlimited with share capital
- Private unlimited without share capital

**©** Company type

If you are unsure of your company's type, please go to our website: www.companieshouse.gov.uk

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# INO1 Application to register a company

A5	Situation of registered office o	
	Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked):    England and Wales   Wales   Scotland   Northern Ireland	Registered office Every company must have a registered office and this is the address to which the Registrar will send correspondence. For England and Wales companies, the address must be in England or Wales. For Welsh, Scottish or Northern treland companies, the address must be in Wales, Scotland or Northern treland respectively.
A6	Registered office address o	<u>'</u>
	Please give the registered office address of your company.	Registered office address You must ensure that the address
Building name/number	Thorntons solicitors Whitehall House 33	shown in this section is consistent with the situation indicated in
Street	Yeaman Shore	section A5.
		You must provide an address in England or Wales for companies to
Post town	Dundee	be registered in England and Wales.
County/Region	Tayside	You must provide an address in Wales, Scotland or Northern Ireland
Postcode	D D 1 4 B J	for companies to be registered in Wales, Scotland or Northern Ireland respectively.
А7	Articles of association o	
	Please choose one option only and tick one box only.	● For details of which company type
Option 1	I wish to adopt one of the following model articles in its entirety. Please tick only one box.	can adopt which model articles, please go to our website: www.companieshouse.gov.uk
	Private limited by shares Private limited by guarantee	
	Public company	
Option 2	I wish to adopt the following model articles with additional and/or amended provisions. I attach a copy of the additional and/or amended provision(s). Please tick only one box.  Private limited by shares Private limited by guarantee Public company	
Option 3	I wish to adopt entirely bespoke articles. I attach a copy of the bespoke articles to this application.	
A8	Restricted company articles ®	
	Please tick the box below if the company's articles are restricted.	Restricted company articles     Restricted company articles are     those containing provision for     entrenchment. For more details,     please go to our website:     www.companieshouse.gov.uk

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#### **Proposed officers** Part 2

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section 81; For a corporate secretary, go to Section C1; For a director who is an individual, go to Section D1; For a corporate director, go to Section E1.

Secretary		
B1	Secretary appointments •	
	Please use this section to list all the secretary appointments taken on formation. For a corporate secretary, complete Sections C1-C5.	O Corporate appointments  For corporate secretary  appointments, please complete
Tide*		section C1-C5 Instead of section 8.
Full forename(s)		Additional appointments
Surname		If you wish to appoint more than one secretary, please use
Former name(s) •		the 'Secretary appointments' continuation page.
	·	Pormer name(s) Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.
B2	Secretary's service address ©	· · · · · · · · · · · · · · · · · · ·
Building name/number		Service address
Street		This is the address that will appear on the public record. This does not have to be your usual residential address.
Post town		Please state The Company's
County/Region		Registered Office' if your service address will be recorded in the proposed company's register
Postcode		of secretaries as the company's registered office.
Country		If you provide your residential address here it will appear on the public record.
В3	Signature o	
_	I consent to act as secretary of the proposed company named in Section A1.	Signature The person person beauty concents
Signature	Signature X	The person named above consents to act as secretary of the proposed company.

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## IN01

Application to register a company

### **Corporate secretary**

C1	Corporate secretary appointments •	
	Please use this section to list all the corporate secretary appointments taken on formation.	Additional appointments     If you wish to appoint more than one corporate secretary, please use the
Name of corporate body/firm		'Corporate secretary appointments' continuation page.
Building name/number		Registered or principal address This is the address that will appear
Street		on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or
Post town		LP (Legal Post in Scotland) number.
County/Region		
Postcode		
Country		
C2	Location of the registry of the corporate body or firm	<u> </u>
	Is the corporate secretary registered within the European Economic Area (EEA)?	
	<ul> <li>→ Yes Complete Section C3 only</li> <li>→ No Complete Section C4 only</li> </ul>	
C3	EEA companies ®	
Athan Alamana	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.	EEA A full list of countries of the EEA can be found in our guidance: www.companieshouse.gov.uk
Where the company/ firm is registered •		This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC).
Registration number		
C4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	Non-EEA     Where you have provided details of the register (including state) where
		the commany of tirm is registered
egal form of the corporate body or firm		the company or firm is registered, you must also provide its number in that register.
corporate body		you must also provide its number in
corporate body or firm		you must also provide its number in
corporate body or firm Governing law f applicable, where the company/firm is		you must also provide its number in
corporate body or firm Governing law f applicable, where the company/firm is egistered •	Signature    Signature    Signature    Signature   Signature   Signature Si	you must also provide its number in
corporate body or firm Governing law of applicable, where the company/firm is registered  Registration number	Signature  I consent to act as secretary of the proposed company named in Section A1.	you must also provide its number in that register.  Signature
corporate body or firm Governing law of applicable, where the company/firm is registered  Registration number		you must also provide its number in that register.

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## IN01

Application to register a company

#### Director

D1	Director appointments •	
	Please use this section to list all the director appointments taken on formation. For a corporate director, complete Sections E1-E5.	Appointments     Private companies must appoint     at least one director who is an
Title*	Ms	individual. Public companies must appoint at least two directors, one of
Full forename(s)	Emma Suzanne	which must be an individual.
Surname	White	● Former name(s) Please provide any previous names
Former name(s) �	Porter	which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used
Country/State of	Scotland	for business purposes.
residence  Nationality	British	● Country/State of residence This is in respect of your usual
Date of birth		residential address as stated in section D4
Business occupation (if any) •	artist	Business occupation     If you have a business occupation,     please enter here. If you do not,     please leave blank.
		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page.
D2	Director's service address <sup>®</sup>	
	Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	Service address This is the address that will appear
Building name/number	The Company's Registered Office	on the public record. This does not have to be your usual residential
Street		address.  Please state 'The Company's Registered Office' if your service
Post town		address will be recorded in the proposed company's register of
County/Region		directors as the company's registered office.
Postcode		If you provide your residential address here it will appear on the
Country		public record.
D3	Signature ©	<u> </u>
	I consent to act as director of the proposed company named in Section A1.	Signature The person named above consents
Signature	Signature X	to act as director of the proposed company.

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## IN01

Application to register a company

#### Director

D1	Director appointments 9	
	Please use this section to list all the director appointments taken on formation. For a corporate director, complete Sections E1-E5.	Appointments     Private companies must appoint     at least one director who is an
Title*	Miss	individual. Public companies must
Fuli forename(s)	Carrie Margaret Elizabeth	appoint at least two directors, one of which must be an individual.
Surname	Findlay	Former name(s)     Please provide any previous names
Former name(s) ♥		which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used
Country/State of residence •	Scotland	for business purposes.
Nationality	British	Country/State of residence This is in respect of your usual residential address as stated in
Date of birth	d 1	Section D4
Business occupation (if any) <b>⊕</b>	artist	Business occupation     If you have a business occupation,     please enter here. If you do not,     please leave blank.
		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page.
D2	Director's service address •	
	Please complete the service address below. You must also fill in the director's usual residential address in <b>Section D4</b> .	Service address This is the address that will appear
Building name/number	The Company's Registered Office	on the public record. This does not have to be your usual residential address.
Street		Please state 'The Company's Registered Office' if your service
Post town		address will be recorded in the proposed company's register of
County/Region		directors as the company's registered office.
Postcode		If you provide your residential address here it will appear on the
Country		public record.
D3	Signature ©	· · · · · · · · · · · · · · · · · · ·
	I consent to act as director of the proposed company named in Section A1.	Signature The person named above consents
Signature	X X	to act as director of the proposed company.

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## IN01

Application to register a company

### **Corporate director**

E1	Corporate director appointments •	
	Please use this section to list all the corporate directors taken on formation.	Additional appointments  If you wish to appoint more than one
Name of corporate body or firm		corporate director, please use the 'Corporate director appointments' continuation page.
Building name/number	•	Registered or principal address This is the address that will appear
Street		on the public record. This address must be a physical location for the delivery of documents. It cannot be
Post town		a PO box number (unless contained within a full address), DX number or
County/Region		LP (Legal Post in Scotland) number.
Postcode		
Country		
E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)?  → Yes Complete Section E3 only → No Complete Section E4 only	
E3	EEA companies ®	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.	● EEA  A full list of countries of the EEA can be found in our guidance:
Where the company/ firm is registered •		www.companieshouse.gov.uk
		This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC).
Registration number	<u> </u>	
E4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	Non-EEA     Where you have provided details of the register (Including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number in that register.
Governing law		
If applicable, where the company/firm is registered •		
f applicable, the registration number		
_		
E5	Signature 9	
	I consent to act as director of the proposed company named in Section A1.	Signature The person named above consents

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INO1 Application to register a company

Part 3	Statement	of capital	•			
	Does your company	have share capital?				
		plete the sections belo				
		o Part 4 (Statement			<u> </u>	
F1	Share capital in	pound sterling (	£)			
Please complete the ta If all your issued capita			ld in pound sterling. and then go to <mark>Section F4</mark> .			
Class of shares (E.g. Ordinary/Preference etc	)	Amount paid up on each share	Amount (if any) unpaid on each share 🙃	Number of sha	res 🛭	Aggregate nominal value
						£
						£
						£
						£
			Totals			£
F2	Share capital in	other currencies	· · · · · ·			, , , , , , , , , , , , , , , , , , , ,
Please complete the ta Please complete a sep			in other currencies.			
Currency		****				· · · · · · · · · · · · · · · · · · ·
Class of shares (E.g. Ordinary/Preference etc	)	Amount paid up on each share	Amount (if any) unpaid on each share •	Number of sha	iez 🕢	Aggregate nominal value
			Totals		····	
Currency						
Class of shares (E.g. Ordinary/Preference etc	.)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of sha	res 0	Aggregate nominal value   O
		<u> </u>				
			Totals			
F3	Totals					
	Please give the total issued share capital		d total aggregate nominal	value of	Please I	ggregate nominal value ist total aggregate values in
Total number of shares						t currencies separately. For e: £100 + €100 + \$10 etc.
Total aggregate nominal value ♥						
<ul> <li>Including both the noming share premium.</li> <li>Total number of issued states.</li> </ul>	-	Number of shares issue nominal value of each	share. Plea	itinuation Pag ise use a Staten e if necessary.	ies nent of Capi	tal continuation

# INO1 Application to register a company

F4	Statement of capital (Prescribed particulars of rights attached to shares)					
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in <b>Sections F1</b> and <b>F2</b> .	Prescribed particulars of rights attached to shares				
Class of share						
Class of share  Prescribed particulars	or analysis in the statement of capital strate dates in sections F1 did F2.	The particulars are:  a. particulars of any voting rights, including rights that arise only in certain circumstances;  b. particulars of any rights, as respects dividends, to participate in a distribution;  c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and  d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.  A separate table must be used for each class of share.  Continuation pages Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary.				

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# INO1 Application to register a company

Class of share	Prescribed particulars of rights
Prescribed particulars	The particulars are:  a. particulars of any voting rights, including rights that arise only in certain circumstances;  b. particulars of any rights, as respects dividends, to participate in a distribution;  c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and  d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.  A separate table must be used for each class of share.  Continuation pages Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary.
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# INO1 Application to register a company

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#### Initial shareholdings

This section should only be completed by companies incorporating with share capital. Please complete the details below for each subscriber.

The addresses will appear on the public record. These do not need to be the subscribers' usual residential address.

Initial shareholdings
Please list the company's subscribers
in alphabetical order.

Please use an 'Initial shareholdings' continuation page if necessary.

	residential address.				, , , , , , , , , , , , , , , , , , ,	
Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Name	<u></u>					<del></del> -
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Address						
	<u></u>		1	1	<u>                                     </u>	
Name	<u>-</u>					
Address						<u>                                     </u>
					<u> </u>	
Name			<u> </u>	<u> </u>		
		<u> </u>				
Address			<u> </u>		<u> </u>	
				<u> </u>	<u> </u>	 
Name			<u> </u>	<u> </u>	<u> </u>	
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Address			[	[	<u> </u>	
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#### Statement of guarantee Part 4 Is your company limited by guarantee? → Yes Complete the sections below. → No Go to Part 5 (Statement of compliance). G1 Subscribers Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person Please use capital letters. named below. Address The addresses in this section will I confirm that if the company is wound up while I am a member, or within appear on the public record. They do not have to be the subscribers' usual one year after I cease to be a member, I will contribute to the assets of the residential address. company by such amount as may be required for: payment of debts and liabilities of the company contracted before I Amount guaranteed Any valid currency is permitted. cease to be a member; **Continuation pages** payment of costs, charges and expenses of winding up, and; Please use a 'Subscribers' adjustment of the rights of the contributors among ourselves, continuation page if necessary. not exceeding the specified amount below. Subscriber's details Forename(s) • Emma Suzanne White Surname • Address @ 40 Watson Street **Postcode** D E1 Subscriber's details Forename(s) • Carrie Margaret Elizabeth Surname • Findlay 47 School Road Address **Postcode** Amount guaranteed € Subscriber's details Forename(s) • Surname • Address @ **Postcode** Amount guaranteed 9

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# INO1 Application to register a company

	Subscriber's details	<b>O</b> Name
Forename(s) •		Please use capital letters.
Surname •		Address     The addresses in this section will
Address 😉		appear on the public record. They do not have to be the subscribers' usua residential address.
Postcode		Amount guaranteed     Any valid currency is permitted.
Amount guaranteed ●	Subscriber's details	Continuation pages Please use a 'Subscribers' continuation page if necessary.
Forename(s) •	anactinet 2 deraita	continued on page in necessary.
Sumame •		
Address @		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname •		}
Address 😉		
Postcode		
Amount guaranteed •		
	Subscriber's details	
Forename(s)		
Surname •		
Address		
Postcode		
Amount guaranteed •		
	Subscriber's details	
Forename(s) •		
Surname •		
Address @		
Postcode		

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### Statement of compliance Part 5 This section must be completed by all companies. is the application by an agent on behalf of all the subscribers? Go to Section H1 (Statement of compliance delivered by the subscribers). → Yes Go to Section H2 (Statement of compliance delivered by an agent). H1 Statement of compliance delivered by the subscribers • Statement of compliance Please complete this section if the application is not delivered by an agent delivered by the subscribers for the subscribers of the memorandum of association. Every subscriber to the memorandum of association must sign the statement of compliance. I confirm that the requirements of the Companies Act 2006 as to registration have been complied with. Subscriber's signature X Subscriber's signature Subscriber's signature X Subscriber's signature X X Subscriber's signature X X Subscriber's signature X Subscriber's signature X X Subscriber's signature X

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# INO1 Application to register a company

Subscriber's signature	Signature		Continuation pages Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign.		
Subscriber's signature	Signature X	X			
Subscriber's signature	Signature	×			
Subscriber's signature	Signature	×			
Н2	Statement of compliance delivered by an agent				
		1			
_	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association.				
	Please complete this section if this application is delivered by an agent for	— —			
Agent's name	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association.	 			
Agent's name Building name/number	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association.				
Agent's name Building name/number Street	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association.				
Agent's name Building name/number Street Post town	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association.				
Agent's name Building name/number Street Post town County/Region	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association.				
Agent's name Building name/number Street  Post town County/Region	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association.				
Agent's name Building name/number Street  Post town County/Region Postcode Country	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association.				



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Presenter information	Important information				
You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.	Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses.				
Contact name Emma White	C Novito nov				
Company name Diaosu	How to pay				
	A fee of £20 is payable to Companies House to register a company.				
Address 40 Watson Street	Make cheques or postal orders payable to 'Companies House.'				
	Where to send     ■				
Post town Dundee	You may return this form to any Companies House				
Courty/Region Tayside	address, however for expediency we advise you to return it to the appropriate address below:				
Postcode	For companies registered in England and Wales:				
Country Scotland	The Registrar of Companies, Companies House,				
ox .	Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff.				
Telephone 07948336234					
✓ Certificate	For companies registered in Scotland: The Registrar of Companies, Companies House,				
We will send your certificate to the presenters address	Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.				
(shown above) or if indicated to another address	DX ED235 Edinburgh 1				
shown below:  At the registered office address (Given in Section A6).	or LP - 4 Edinburgh 2 (Legal Post).				
At the registered office address (Given in Section Ad).	For companies registered in Northern Ireland:				
	The Registrar of Companies, Companies House,				
Checklist	Second Floor, The Linenhall, 32-38 Linenhall Street,				
We may return forms completed incorrectly or with information missing.	Belfast, Northern Ireland, BT2 8BG. DX 481 N.R. Belfast 1.				
Please make sure you have remembered the	Section 243 exemption				
following:	If you are applying for, or have been granted a section 243 exemption, please post this whole form to the				
You have checked that the proposed company name is available as well as the various rules that may affect	different postal address below:				
your choice of name. More information can be found	The Registrar of Companies, PO Box 4082,				
in guidance on our website.	Cardiff, CF14 3WE.				
If the name of the company is the same as one already on the register as permitted by The Company	Further information				
and Business Names (Miscellaneous Provisions)	For further information, please see the guidance notes				
Regulations 2008, please attach consent.  You have used the correct appointment sections.	on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk				
Any addresses given must be a physical location.					
They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland)	This form is available in an				
number.	alternative format. Please visit the				
☐ The document has been signed, where indicated. ☐ All relevant attachments have been included.	forms page on the website at				
☐ You have enclosed the Memorandum of Association.	Lineary componioshouse govern				

www.companieshouse.gov.uk

☐ You have enclosed the correct fee.

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### COMPANY NOT HAVING A SHARE CAPITAL

Memorandum of association of DIAOSU Limbel

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.

Name of each subscriber

Authentication by each subscriber

Emma White

Carrie Findlay

)

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COMPANIES HOUSE

\*SWR1NRVP\*
SCT 22/02/2011 86

COMPANIES HOUSE

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Diaosu<sup>^</sup>company limited by guarantee

**Articles of Association Amendments** 

**Decision-Making by Directors** 

7 (1) (a) Director Emma White to have one more vote in decision making than director Carrie Findlay

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