

FILE COPY



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

Company Number **651529**

The Registrar of Companies for Scotland, hereby certifies that

**AVICENATECH 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 Scotland

Given at Companies House, Edinburgh, on **14th January 2020**



\* NSC651529J \*



**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: 14/01/2020*

**X8WNN5MI**

*Company Name in full:* **AVICENATECH UK LIMITED**

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

*Situation of Registered Office:* **Scotland**

*Proposed Registered Office Address:* **272 BATH STREET  
GLASGOW  
G2 4JR**

*Sic Codes:* **26701**

*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):** **JEROME MARIE BRUNO**

**Surname:** **VEYRET**

**Service Address:** **OAK HOUSE TANSHERE PARK  
SHACKLEFORD ROAD  
ELSTEAD  
SURREY  
UNITED KINGDOM GU8 6LB**

**Country/State Usually Resident:** **SCOTLAND**

**Date of Birth:** **\*\*/12/1982** **Nationality:** **FRENCH**

**Occupation:** **DIRECTOR OF  
OPERATIONS**

***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>1</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>1</b>
<i>Prescribed particulars</i>			

**CLASS OF SHARE: ORDINARY SHARES OF £1 EACH PRESCRIBED PARTICULARS:**  
**(A) UNDER SECTIONS 284 AND 285 OF THE COMPANIES ACT 2006 (AS AMENDED)**  
**EACH SHARE CARRIES ONE VOTE ON A WRITTEN RESOLUTION; ON A VOTE ON A**  
**RESOLUTION ON A SHOW OF HANDS AT A MEETING, EACH MEMBER PRESENT IN**  
**PERSON (AND EVERY PROXY PRESENT WHO HAS BEEN DULY APPOINTED BY ONE OR**  
**MORE MEMBERS ENTITLED TO VOTE ON THE RESOLUTION) HAS ONE VOTE (BUT A**  
**PROXY HAS ONE VOTE FOR AND ONE VOTE AGAINST THE RESOLUTION IF THE PROXY**  
**HAS BEEN DULY APPOINTED BY MORE THAN ONE MEMBER ENTITLED TO VOTE ON**  
**THE RESOLUTION, AND THE PROXY HAS BEEN INSTRUCTED BY ONE OR MORE OF**  
**THOSE MEMBERS TO VOTE FOR THE RESOLUTION AND BY ONE OR MORE OTHER**  
**OF THOSE MEMBERS TO VOTE AGAINST); AND, ON A VOTE ON A RESOLUTION ON A**  
**POLL TAKEN AT A MEETING, EVERY MEMBER HAS ONE VOTE IN RESPECT OF EACH**  
**SHARE HELD BY HIM (ALL OR ANY OF THE VOTING RIGHTS OF A MEMBER MAY BE**  
**EXERCISED BY ONE OR MORE DULY APPOINTED PROXIES BUT WHERE A MEMBER**  
**APPOINTS MORE THAN ONE PROXY, THIS DOES NOT AUTHORISE THE EXERCISE BY**  
**THE PROXIES TAKEN TOGETHER OF MORE EXTENSIVE VOTING RIGHTS THAN COULD**  
**BE EXERCISED BY THE MEMBER IN PERSON). (B) THE SHARES ALL RANK PARI PASSU**  
**AS RESPECTS DIVIDEND DISTRIBUTIONS. (C) THE SHARES ALL RANK PARI PASSU AS**  
**RESPECTS CAPITAL DISTRIBUTIONS MADE OTHER THAN ON A WINDING UP; ON A**  
**WINDING UP EACH SHARE CARRIES THE RIGHT TO A REPAYMENT OF CAPITAL OF**  
**UP TO £1 PAID UP CAPITAL AND THE SHARES ALL RANK PARI PASSU AS RESPECTS**  
**DISTRIBUTIONS OF ANY SURPLUS REMAINING AFTER ALL SUCH CAPITAL HAS BEEN**  
**REPAID. (D) THE SHARES ARE NOT REDEEMABLE.**

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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>1</b>
		<i>Total aggregate nominal value:</i>	<b>1</b>
		<i>Total aggregate unpaid:</i>	<b>1</b>

## ***Initial Shareholdings***

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*Name:*           **AVICENATECH  
CORPORATION**

*Class of Shares:*           **ORDINARY**

*Address*           **1231 BORDEAUX DR  
SUNNYVALE  
CALIFORNIA  
UNITED STATES  
94089**

*Number of shares:*           **1**

*Currency:*           **GBP**

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

*Amount unpaid:*           **1**

*Amount paid:*           **0**

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

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### **Statement of no PSC**

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**The company knows or has reason to believe that there will be no registerable Person with Significant Control or Relevant Legal Entity (RLE) in relation to the company**

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## ***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:*                      **THE LONDON LAW AGENCY LIMITED**

*Agent's Address:*                      **COLLINGHAM HOUSE 6-12 GLADSTONE ROAD  
WIMBLEDON, LONDON  
UNITED KINGDOM  
SW19 1QT**

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## ***Authorisation***

*Authoriser Designation:*   **agent**    *Authenticated*   **YES**

*Agent's Name:*                      **THE LONDON LAW AGENCY LIMITED**

*Agent's Address:*                      **COLLINGHAM HOUSE 6-12 GLADSTONE ROAD  
WIMBLEDON, LONDON  
UNITED KINGDOM  
SW19 1QT**

THE COMPANIES ACT 2006

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A PRIVATE COMPANY LIMITED BY SHARES

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MEMORANDUM OF ASSOCIATION

OF

AVICENATECH 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.

<u>Name of each subscriber</u>	<u>Authentication by each subscriber</u>
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AvicenaTech Corporation

Dated 14 January 2020