

**FILE COPY**



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

Company Number **559663**

The Registrar of Companies for Scotland, hereby certifies that

**HERMESFA 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 **7th March 2017**



\* NSC559663P \*



**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: **06/03/2017**

X61NZNX6

*Company Name in full:*

**HERMESFA LIMITED**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**Scotland**

*Proposed Registered Office Address:*

**51 WARRENDER PARK ROAD  
7  
EDINBURGH  
UNITED KINGDOM EH9 1EU**

*Sic Codes:*

**90030  
90020**

*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):*        **NICHOLAS**

*Surname:*                **DEBANY**

*Former Names:*

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

*Country/State Usually*    **UNITED KINGDOM**

*Resident:*

*Date of Birth:*    **\*\*/09/1994**                      *Nationality:*    **GERMAN**

*Occupation:*    **STUDENT**

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

## *Company Director*      2

*Type:*                                      **Person**

*Full Forename(s):*                      **PHILLIPE GRATIEN**

*Surname:*                                **BAWA**

*Former Names:*

*Service Address:*                      **10 ST. PATRICK SQUARE  
EDINBURGH  
UNITED KINGDOM EH8 9EZ**

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

*Date of Birth:*    **\*\*/04/1994**                                      *Nationality:*      **BRITISH**

*Occupation:*      **STUDENT**

*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>400</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>400</b>
<i>Prescribed particulars</i>			

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

<i>Class of Shares:</i>	<b>PREFERENCE</b>	<i>Number allotted</i>	<b>200</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>200</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>600</b>
		<i>Total aggregate nominal value:</i>	<b>600</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## *Initial Shareholdings*

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<i>Name:</i>	<b>NICHOLAS DEBANY</b>		
<i>Address</i>	<b>51 WARRENDER PARK ROAD EDINBURGH UNITED KINGDOM EH9 1EU</b>	<i>Class of Shares:</i>	<b>PREFERENCE</b>
		<i>Number of shares:</i>	<b>100</b>
		<i>Currency:</i>	<b>GBP</b>
		<i>Nominal value of each share:</i>	<b>1</b>
		<i>Amount unpaid:</i>	<b>0</b>
		<i>Amount paid:</i>	<b>100</b>
<i>Name:</i>	<b>PHILIPPE GRATIEN BAWA</b>		
<i>Address</i>	<b>10 ST. PATRICK SQUARE EDINBURGH UNITED KINGDOM EH8 9EZ</b>	<i>Class of Shares:</i>	<b>PREFERENCE</b>
		<i>Number of shares:</i>	<b>100</b>
		<i>Currency:</i>	<b>GBP</b>
		<i>Nominal value of each share:</i>	<b>1</b>
		<i>Amount unpaid:</i>	<b>0</b>
		<i>Amount paid:</i>	<b>100</b>
<i>Name:</i>	<b>NICHOLAS DEBANY</b>		
<i>Address</i>	<b>51 WARRENDER PARK ROAD EDINBURGH UNITED KINGDOM EH9 1EU</b>	<i>Class of Shares:</i>	<b>ORDINARY</b>
		<i>Number of shares:</i>	<b>140</b>
		<i>Currency:</i>	<b>GBP</b>
		<i>Nominal value of each share:</i>	<b>1</b>
		<i>Amount unpaid:</i>	<b>0</b>
		<i>Amount paid:</i>	<b>140</b>
<i>Name:</i>	<b>PHILIPPE GRATIEN BAWA</b>		
<i>Address</i>	<b>10 ST. PATRICK SQUARE EDINBURGH UNITED KINGDOM EH8 9EZ</b>	<i>Class of Shares:</i>	<b>ORDINARY</b>
		<i>Number of shares:</i>	<b>260</b>
		<i>Currency:</i>	<b>GBP</b>
		<i>Nominal value of each share:</i>	<b>1</b>
		<i>Amount unpaid:</i>	<b>0</b>
		<i>Amount paid:</i>	<b>260</b>

## ***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:* **NICHOLAS DEBANY**

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

*Date of Birth:* **\*\*/09/1994** *Nationality:* **GERMAN**

*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 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 holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.

## ***Individual Person with Significant Control details***

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*Names:* **PHILLIPE GRATIEN BAWA**

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

*Date of Birth:* **\*\*/04/1994** *Nationality:* **BRITISH**

*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 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, directly or indirectly, to appoint or remove a majority of the board of directors of 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.*

<i>Name:</i>	<b>NICHOLAS DEBANY</b>
<i>Authenticated</i>	<b>YES</b>
<i>Name:</i>	<b>PHILIPPE GRATIEN BAWA</b>
<i>Authenticated</i>	<b>YES</b>
<i>Name:</i>	<b>NICHOLAS DEBANY</b>
<i>Authenticated</i>	<b>YES</b>
<i>Name:</i>	<b>PHILIPPE GRATIEN BAWA</b>
<i>Authenticated</i>	<b>YES</b>

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## ***Authorisation***

*Authoriser Designation:*    **subscriber**

*Authenticated*    **YES**

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# COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of HERMESFA 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.

<b>Name of each subscriber</b>	<b>Authentication</b>
Nicholas Debany	Authenticated Electronically
Philippe Gratién Bawa	Authenticated Electronically
Nicholas Debany	Authenticated Electronically
Philippe Gratién Bawa	Authenticated Electronically

Dated: 06/03/2017