

FILE COPY



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

Company Number **10392540**

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

NEWCOOL LTD

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 **23rd September 2016**



* N10392540B *



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:***22/09/2016**

X5G3D7Y7

*Company Name in
full:*

NEWCOOL LTD

Company Type:

Private company limited by shares

*Situation of
Registered Office:*

England and Wales

*Proposed Registered
Office Address:*

**3RD FLOOR 207 REGENT STREET
LONDON
ENGLAND W1B 3HH**

Sic Codes:

82990

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director 1

Type: **Person**

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

Surname: **XINGMING**

Service Address: **LONGJUN GARDEN A1A2-UNIT 2-1403
LONGHUA NEW DISTRICT, SHENZHEN
GUANGDONG
CHINA 518110**

*Country/State Usually
Resident:* **CHINA**

Date of Birth: ****/10/1989** *Nationality:* **CHINESE**

Occupation: **COMPANY
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>	ORD	<i>Number allotted</i>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<i>Prescribed particulars</i>			

THE COMPANY MAY ISSUE SHARES WITH SUCH RIGHTS OR RESTRICTIONS AS MAY BE DETERMINED BY ORDINARY RESOLUTION. ALL SHARES HAVE EQUAL VOTING RIGHTS. THE COMPANY MAY BY ORDINARY RESOLUTION DECLARE DIVIDENDS, AND THE DIRECTORS MAY DECIDE TO PAY INTERIM DIVIDENDS. ALL DIVIDENDS WILL BE DIVIDED ON PROPORTION OF SHAREHOLDING. THE COMPANY MAY ISSUE SHARES WHICH ARE TO BE REDEEMED, OR ARE LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE HOLDER, AND THE DIRECTORS MAY DETERMINE THE TERMS, CONDITIONS AND MANNER OF REDEMPTION OF ANY SUCH SHARES.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **HUANG XINGMING**

Address **LONGJUN GARDEN A1A2-
UNIT 2-1403
LONGHUA NEW DISTRICT,
SHENZHEN
GUANGDONG
CHINA
518110**

Class of Shares: **ORD**

Number of shares: **100**

Currency: **GBP**

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

Amount unpaid: **0**

Amount paid: **1**

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: **HUANG XINGMING**

*Country/State Usually
Resident:* **CHINA**

Date of Birth: **10/10/1989** *Nationality:* **CHINESE**

Service Address: **LONGJUN GARDEN A1A2-UNIT 2-1403
LONGHUA NEW DISTRICT, SHENZHEN
GUANGDONG
CHINA
518110**

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.

Nature of control

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

Election to keep information on the public register

The subscribers have elected to keep Register of People with Significant Control information on the public register

No objection was received by the subscribers from any eligible person within the notice period before making the election.

Statement of Compliance

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: **EASY FORMATIONS LTD.**

Agent's Address: **22 BASE POINT
FOLKESTONE
KENT
ENGLAND
CT19 4RH**

Authorisation

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

Agent's Name: **EASY FORMATIONS LTD.**

Agent's Address: **22 BASE POINT
FOLKESTONE
KENT
ENGLAND
CT19 4RH**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of NEWCOOL LTD

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 each.

<i>Name of each subscriber</i>	<i>Authentication by each subscriber</i>
Huang Xingming	Authenticated Electronically

Dated 22 September 2016