

FILE COPY



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

Company Number **11329382**

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

THE VARO INITIATIVE 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 **25th April 2018**



* N11329382G *



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: **24/04/2018**

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<i>Company Name in full:</i>	THE VARO INITIATIVE LTD
<i>Company Type:</i>	Private company limited by shares
<i>Situation of Registered Office:</i>	England and Wales
<i>Proposed Registered Office Address:</i>	25 BISTERNE RINGWOOD UNITED KINGDOM BH24 3BN
<i>Sic Codes:</i>	62012 62090

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary ***1***

Type: **Person**

Full Forename(s): **MS CAROLINE**

Surname: **DUKE**

Former Names: **WORTH**

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

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

Company Director 1

Type: **Person**

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

Surname: SMITH

Former Names:

Service Address: **13G BUZZARD WAY
PENALLTA
HENGOED
CAERPHILLY
UNITED KINGDOM CF82 6GX**

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: ****/08/1989** *Nationality:* **BRITISH**

Occupation: **SOFTWARE ENGINEER**

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

Company Director 2

Type: **Person**

Full Forename(s): MS CAROLINE

Surname: **DUKE**

Former Names: **JONATHAN SMITH**

Service Address: **13G BUZZARD WAY
PENALLTA
HENGOED
CAERPHILLY
UNITED KINGDOM CF82 6GX**

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: ****/10/1982** *Nationality:* **BRITISH**

Occupation: **PROJECT
MANAGER**

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

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	2
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<i>Prescribed particulars</i>			

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

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	2
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **JONATHAN SMITH**

Address **13G BUZZARD WAY
PENALLTA
HENGOED
CAERPHILLY
UNITED KINGDOM
CF82 6GX**

Class of Shares: **ORDINARY**

Number of shares: **1**

Currency: **GBP**

*Nominal value of each
share:* **0.5**

Amount unpaid: **0**

Amount paid: **1**

Name: **CAROLINE DUKE**

Address **25 BISTERNE
RINGWOOD
UNITED KINGDOM
BH24 3BN**

Class of Shares: **ORDINARY**

Number of shares: **1**

Currency: **GBP**

*Nominal value of each
share:* **0.5**

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: **MR JONATHAN SMITH**

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

Date of Birth: ****/08/1989** *Nationality:* **BRITISH**

Service Address: **13G BUZZARD WAY
PENALLTA
HENGOED
CAERPHILLY
UNITED KINGDOM
CF82 6GX**

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 has the right to exercise, or actually exercises, significant influence or control over the activities of a firm that, under the law by which it is governed, is not a legal person; and the members of that firm (in their capacity as such) hold, directly or indirectly, more than 25% but not more than 50% of the shares in the company.
<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 to exercise, or actually exercises, significant influence or control over the activities of a trust, and the trustees of that trust (in their capacity as such) hold, 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 to exercise, or actually exercises, significant influence or control over the activities of a firm that, under the law by which it is governed, is not a legal person; and the members of that firm (in their capacity as such) have the right to appoint or remove, directly or indirectly, a majority of the board of directors of 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 has the right to exercise, or actually exercises, significant influence or control over the activities of a trust, and the trustees of that trust (in their capacity as such) have the right to appoint or remove, directly or indirectly, a majority of the board of directors of the company.
<i>Nature of control</i>	The person has the right to exercise, or actually exercises, significant influence or control over the activities of a firm that, under the law by which it is governed, is not a legal person; and the members of that firm (in their capacity as such) hold, directly or indirectly, more than 25% but not more than 50% of the voting rights in 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.
<i>Nature of control</i>	The person has the right to exercise, or actually exercises, significant influence or control over the activities of a trust, and the trustees of that trust (in their capacity as such) hold, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.

Individual Person with Significant Control details

Names: **MS CAROLINE DUKE**

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

Date of Birth: ****/10/1982** *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.

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Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

Name: **JONATHAN SMITH**

Authenticated **YES**

Name: **CAROLINE DUKE**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of THE VARO INITIATIVE 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.

Name of each subscriber	Authentication
Jonathan Smith	Authenticated Electronically
Caroline Duke	Authenticated Electronically

Dated: 24/04/2018