

**FILE COPY**



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

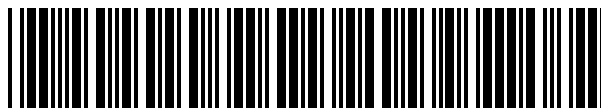
Company Number **NI701617**

The Registrar of Companies for Northern Ireland, hereby certifies that

**BADGER IOT 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 Northern Ireland

Given at Companies House, Belfast, on **12th September 2023**



\*NNI701617E\*



**Companies House**



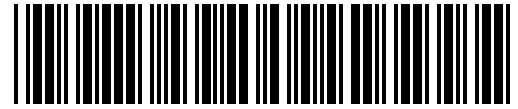
**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**



Companies House

**IN01**<sub>(ef)</sub>

**Application to register a company**



Received for filing in Electronic Format on the: **11/09/2023**

XCBT2NA8

*Company Name in full:*

**BADGER IOT LTD**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**Northern Ireland**

*Proposed Registered Office Address:*

**92 LINEN GREEN  
LISBURN  
NORTHERN IRELAND BT28 3NZ**

*Sic Codes:*

**71121**

*I wish to entirely adopt the following model articles:*

**Private (Ltd by Shares)**

*Company Director*      *1*

*Date of Birth:*    **\*\*/06/1959**                      *Nationality:*        **BRITISH**  
*Occupation:*     **ELECTRICAL ENGINEER**

NI701617

## *Company Director*      2

*Type:*                                      **Person**

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

*Surname:*                                **BEATTIE**

*Former Names:*

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

*Country/State Usually  
Resident:*                                **NORTHERN IRELAND**

*Date of Birth:*      **\*\*/07/1973**                                      *Nationality:*      **BRITISH**

*Occupation:*      **ENGINEER**

*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>200000</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>2</b>
<i>Prescribed particulars</i>			

### **FULL RIGHTS REGARDING VOTING, PAYMENT OF 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>200000</b>
		<i>Total aggregate nominal value:</i>	<b>2</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## ***Initial Shareholdings***

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*Name:*           **MICHAEL DOHERTY**

*Address*       **92 LINEN GREEN  
LISBURN  
NORTHERN IRELAND  
BT28 3NZ**

*Class of Shares:*       **ORDINARY**

*Number of shares:*       **100000**

*Currency:*               **GBP**

*Nominal value of each  
share:*                   **0.00001**

*Amount unpaid:*       **0**

*Amount paid:*           **0.00001**

*Name:*           **PHILLIP BEATTIE**

*Address*       **92 LINEN GREEN  
LISBURN  
NORTHERN IRELAND  
BT28 3NZ**

*Class of Shares:*       **ORDINARY**

*Number of shares:*       **100000**

*Currency:*               **GBP**

*Nominal value of each  
share:*                   **0.00001**

*Amount unpaid:*       **0**

*Amount paid:*           **0.00001**

## ***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:* **MR MICHAEL DOHERTY**

*Country/State Usually Resident:* **NORTHERN IRELAND**

*Date of Birth:* **\*\*/06/1959** *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>	<b>The person holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.</b>
<i>Nature of control</i>	<b>The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.</b>
<i>Nature of control</i>	<b>The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.</b>

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

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*Names:* **MR PHILLIP BEATTIE**

*Country/State Usually Resident:* **NORTHERN IRELAND**

*Date of Birth:* **\*\*/07/1973** *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>	<b>The person holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.</b>
<i>Nature of control</i>	<b>The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.</b>
<i>Nature of control</i>	<b>The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.</b>

## ***Statement of Compliance***

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

*Name:* **MICHAEL DOHERTY**

*Authenticated* **YES**

*Name:* **PHILLIP BEATTIE**

*Authenticated* **YES**

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## ***Authorisation***

*Authoriser Designation:* **subscriber**

*Authenticated* **YES**

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# COMPANY HAVING A SHARE CAPITAL

## Memorandum of Association of BADGER IOT 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
MICHAEL DOHERTY	Authenticated Electronically
PHILLIP BEATTIE	Authenticated Electronically

Dated: 11/09/2023