

FILE COPY



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

Company Number **11399897**

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

HYPNOTIC GAMING 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 **6th June 2018**



* N11399897Y *



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: **05/06/2018**

X77GKHC8

<i>Company Name in full:</i>	HYPNOTIC GAMING 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>	102 FALLOWFIELD CAMBRIDGE CAMBRIDGESHIRE ENGLAND CB4 1PG
<i>Sic Codes:</i>	93199

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary 1

Type: **Person**

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

Surname: **ALLAN**

Service Address: **102 FALLOWFIELD
CAMBRIDGE
CAMBRIDGESHIRE
ENGLAND CB4 1PG**

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

Company Director 1

Type: **Person**

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

Surname: ALLAN

Service Address: **102 FALLOWFIELD
CAMBRIDGE
CAMBRIDGESHIRE
ENGLAND CB4 1PG**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/02/1998** *Nationality:* **BRITISH**

Occupation: **FOUNDER & CEO**

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

Company Director 2

Type: **Person**

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

Surname: **ROLPH**

Service Address: **2 MILL ROAD
DUNTON GREEN
SEVENOAKS
KENT
ENGLAND TN13 2UZ**

*Country/State Usually
Resident:* **ENGLAND**

Date of Birth: ****/07/1998** *Nationality:* **BRITISH**

Occupation: **CGO**

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: **ALEXANDER ALLAN**

Address **102 FALLOWFIELD
CAMBRIDGE
CAMBRIDGESHIRE
ENGLAND
CB4 1PG**

Class of Shares: **ORD**

Number of shares: **80**

Currency: **GBP**

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

Amount unpaid: **0**

Amount paid: **1**

Name: **SAMUEL ROLPH**

Address **2 MILL ROAD
DUNTON GREEN
SEVENOAKS
KENT
ENGLAND
TN13 2UZ**

Class of Shares: **ORD**

Number of shares: **20**

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: **ALEXANDER ALLAN**

*Country/State Usually
Resident:* **ENGLAND**

Date of Birth: ****/02/1998** *Nationality:* **BRITISH**

Service Address: **102 FALLOWFIELD
CAMBRIDGE
CAMBRIDGESHIRE
ENGLAND
CB4 1PG**

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.

Individual Person with Significant Control details

Names: **SAMUEL ROLPH**

*Country/State Usually
Resident:* **ENGLAND**

Date of Birth: ****/07/1998** *Nationality:* **BRITISH**

Service Address: **2 MILL ROAD
DUNTON GREEN
SEVENOAKS
KENT
ENGLAND
TN13 2UZ**

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, more than 25% but not more than 50% of the shares in the company.

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: **UNIT 5 MERCHANT EVEGATE BUSINESS PARK
ASHFORD
KENT
ENGLAND
TN25 6SX**

Authorisation

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

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

Agent's Address: **UNIT 5 MERCHANT EVEGATE BUSINESS PARK
ASHFORD
KENT
ENGLAND
TN25 6SX**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of HYPNOTIC GAMING 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>
Alexander Allan	Authenticated Electronically

Samuel Rolph

Dated 05 June 2018