

FILE COPY



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

Company Number **577027**

The Registrar of Companies for Scotland, hereby certifies that

**WANDERING WIZARDS 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 Scotland

Given at Companies House, Edinburgh, on **22nd September 2017**



\* NSC577027J \*



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: **21/09/2017**

X6FEXE1M

*Company Name in full:*

**WANDERING WIZARDS LTD**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**Scotland**

*Proposed Registered Office Address:*

**10 ABBEY PARK PLACE ABBEY PARK PLACE  
DUNFERMLINE  
FIFE  
UNITED KINGDOM KY12 7NZ**

*Sic Codes:*

**62011  
58210**

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

**Private (Ltd by Shares)**

*Company Director* 1

*Company Director* 2

|                                 |   |
|---------------------------------|---|
| Type:                           | Person                                  |
| Full Forename(s):               | MR ADAM MATTHEW                         |
| Surname:                        | CLARKE                                  |
| Former Names:                   |   |
| Service Address:                | recorded as Company's registered office |
| Country/State Usually Resident: | UNITED KINGDOM                          |

*Date of Birth:*   **\*\*/12/1971**                                 *Nationality:*      **BRITISH**

*Occupation:*     **COMPANY  
DIRECTOR**

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

*Company Director* 3

|                                 |   |              |               |
|---------------------------------|---|--------------|---------------|
| Type:                           | Person                                  |              |               |
| Full Forename(s):               | MR JOHAN                                |              |               |
| Surname:                        | KRUGER                                  |              |               |
| Former Names:                   |   |              |               |
| Service Address:                | recorded as Company's registered office |              |               |
| Country/State Usually Resident: | SPAIN                                   |              |               |
| Date of Birth:                  | **/08/1974                              | Nationality: | SOUTH AFRICAN |
| Occupation:                     | COMPANY DIRECTOR                        |              |               |

*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>99</b> |
| <i>Currency:</i>              | <b>GBP</b>      | <i>Aggregate nominal value:</i> | <b>99</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>99</b> |
|                  |            | <i>Total aggregate nominal value:</i> | <b>99</b> |
|                  |            | <i>Total aggregate unpaid:</i>        | <b>0</b>  |

## *Initial Shareholdings*

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*Name:* **STEPHEN REID**

*Address* **10 ABBEY PARK PLACE  
ABBEEY PARK PLACE  
DUNFERMLINE  
FIFE  
UNITED KINGDOM  
KY12 7NZ**

*Class of Shares:* **ORDINARY**

*Number of shares:* **33**

*Currency:* **GBP**

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

*Amount unpaid:* **0**

*Amount paid:* **33**

*Name:* **ADAM CLARKE**

*Address* **10 ABBEY PARK PLACE  
ABBEEY PARK PLACE  
DUNFERMLINE  
FIFE  
UNITED KINGDOM  
KY12 7NZ**

*Class of Shares:* **ORDINARY**

*Number of shares:* **33**

*Currency:* **GBP**

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

*Amount unpaid:* **0**

*Amount paid:* **33**

*Name:* **JOHAN KRUGER**

*Address* **10 ABBEY PARK PLACE  
ABBEEY PARK PLACE  
DUNFERMLINE  
FIFE  
UNITED KINGDOM  
KY12 7NZ**

*Class of Shares:* **ORDINARY**

*Number of shares:* **33**

*Currency:* **GBP**

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

*Amount unpaid:* **0**

*Amount paid:* **33**

## ***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 JOHAN KRUGER**

*Country/State Usually  
Resident:* **SPAIN**

*Date of Birth:* **\*\*/08/1974** *Nationality:* **SOUTH  
AFRICAN**

*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 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:* **MR STEPHEN WILLIAM REID**

*Country/State Usually Resident:* **SCOTLAND**

*Date of Birth:* **\*\*/09/1976** *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 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 voting rights in the company. |

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

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*Names:* **MR ADAM MATTHEW CLARKE**

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

*Date of Birth:* **\*\*/12/1971** *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 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 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.*

*Name:* **STEPHEN REID**

*Authenticated* **YES**

*Name:* **ADAM CLARKE**

*Authenticated* **YES**

*Name:* **JOHAN KRUGER**

*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 WANDERING WIZARDS 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.

| <b>Name of each subscriber</b> | <b>Authentication</b>        |
|--------------------------------|------------------------------|
| Stephen Reid                   | Authenticated Electronically |
| Adam Clarke                    | Authenticated Electronically |
| Johan Kruger                   | Authenticated Electronically |

Dated: 21/09/2017