

FILE COPY



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

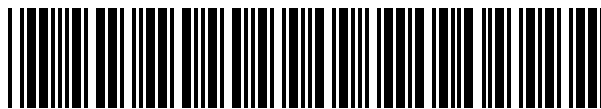
Company Number **15589792**

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

CIPHERSPHERE TECHNOLOGIES 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 **24th March 2024**



N15589792X



Companies House



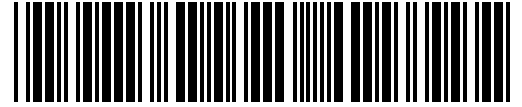
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01(ef)

Application to register a company



Received for filing in Electronic Format on the: **20/03/2024**

XCZA3QOX

Company Name in full: **CIPHERSPHERE TECHNOLOGIES LTD**

Company Type: **Private company limited by shares**

Situation of Registered Office: **England and Wales**

Proposed Registered Office Address: **85 GREAT PORTLAND STREET
FIRST FLOOR
LONDON
ENGLAND W1W 7LT**

Sic Codes: **99999**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Statement of Capital (Share Capital)

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

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS ENTITLED TO SHARE EQUALLY IN DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION, INCLUDING A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.

Statement of Capital (Totals)

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

Initial Shareholdings

Name: **GRZEGORZ SZEWCZYK**

Address **85 GREAT PORTLAND
STREET
FIRST FLOOR
LONDON
ENGLAND
W1W 7LT**

Class of Shares: **ORDINARY**

Number of shares: **1**

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: **MR GRZEGORZ SZEWCZYK**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/07/1985** *Nationality:* **POLISH**

Service Address: **85 GREAT PORTLAND STREET
FIRST FLOOR
LONDON
ENGLAND
W1W 7LT**

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, 75% or more of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more of the voting rights in 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.

Lawful Purpose Statement

The subscribers confirm that the company has been formed for lawful purposes.

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of

CIPHERSPHERE TECHNOLOGIES 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
GRZEGORZ SZEWCZYK	Authenticated Electronically

Dated: 20/03/2024