

**FILE COPY**



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

Company Number **10482338**

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

**AGRO FRANCE INTERNATIONAL LIMITED**

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 **16th November 2016**



\* N10482338G \*



**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: **15/11/2016**

X5JT6MTD

*Company Name in full:*

**AGRO FRANCE INTERNATIONAL LIMITED**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**11 VANGUARD WAY  
BRAINTREE  
ESSEX  
UNITED KINGDOM CM7 9UY**

*Sic Codes:*

**70100  
66190**

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

**Private (Ltd by Shares)**

## *Proposed Officers*

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### *Company Director*      *1*

*Type:*                                      **Person**

*Full Forename(s):*                      **DR SALAH SADARI**

*Surname:*                                **BARBARY**

*Former Names:*

*Service Address:*                      **7 RUE RUHMKORFF  
PARIS  
FRANCE 75017**

*Country/State Usually  
Resident:*                                **FRANCE**

*Date of Birth:*    **\*\*/05/1948**                                      *Nationality:*      **FRENCH**

*Occupation:*      **COMMODITIES**

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

## *Company Director*      2

*Type:*                                      **Person**

*Full Forename(s):*                      **MS HILDA BOMA**

*Surname:*                                **ESEWE-BASTEL**

*Former Names:*

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

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

*Date of Birth:*    **\*\*/07/1968**                                      *Nationality:*      **BRITISH**

*Occupation:*      **BROKER**

*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>REDEEMABLE</b>	<i>Number allotted</i>	<b>700000000</b>
<i>Currency:</i>	<b>USD</b>	<i>Aggregate nominal value:</i>	<b>70000000000</b>
<i>Prescribed particulars</i>			

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

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### **Statement of Capital (Totals)**

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<i>Currency:</i>	<b>USD</b>	<i>Total number of shares:</i>	<b>700000000</b>
		<i>Total aggregate nominal value:</i>	<b>70000000000</b>
		<i>Total aggregate unpaid:</i>	<b>70000000000</b>

## ***Initial Shareholdings***

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*Name:* **SALAH BARBARY**

*Address* **7 RUE RUHMKORFF  
PARIS  
FRANCE  
75017**

*Class of Shares:* **REDEEMABLE**

*Number of shares:* **70000000**

*Currency:* **USD**

*Nominal value of each  
share:* **100**

*Amount unpaid:* **100**

*Amount paid:* **0**

## ***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:* **SALAH BARBARY**

*Country/State Usually Resident:* **FRANCE**

*Date of Birth:* **\*\*/05/1948** *Nationality:* **FRENCH**

*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 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, 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 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, 75% or more 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) 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 trust, and the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over 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, 75% or more of the voting rights 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 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, 75% or more 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:* **SALAH BARBARY**  
*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 AGRO FRANCE INTERNATIONAL LIMITED

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
SALAH BARBARY	Authenticated Electronically

Dated: 15/11/2016