

**FILE COPY**



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

Company Number **11267548**

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

**BITFARMS INVESTORS** (A subsidiary of **BITFARM 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 **21st March 2018**



\*N11267548O\*



The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House

INOl(ef)

**Application to register a company**



Received for filing in Electronic Format on the: **07/11/2018**

**XCDMIMCI**

*Company Name in full:*

**BITFARMS INVESTORS**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**KEMP HOUSE, 160 CITY ROAD, LONDON, UNITED KINGDOM, EC1V 2NX**

*Sic Codes:*

**70221**

*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):*      **MR \*\*\*\*\***

*Surname:*                **\*\*\*\*\***

*Former Names:*

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

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

*Date of Birth:*            **\*\*/10/1983**

*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>1</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>1</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>1</b>
		<i>Total aggregate nominal value:</i>	<b>1</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## ***Initial Shareholdings***

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*Name:* **MR \*\*\*\*\***

*Address* **KEMP HOUSE, 160 CITY  
ROAD, LONDON, UNITED  
KINGDOM, EC1V 2NX**

*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)*

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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 \*\*\*\*\***

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

*Date of Birth:* **\*\*/10/1983** *Nationality:* **BRITISH**

*Service Address:* **UNITED KINGDOM**

*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 voting rights in the company.
<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 has the right, directly or indirectly, to appoint or remove a majority of the board of directors of 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:* MR \*\*\*\*\*  
*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

### BITFARMS INVESTORS

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
*****	Authenticated
*****	Electronically

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Dated: 07/11/2018