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In accordance with Section 1046 of the Companies Act 2006 & Regulation 4(1) of the Overseas Companies Regulations 2009.

OS IN01

Registration of an overseas company opening a UK establishment



Companies House

A fee is payable with this form
Please see 'How to pay' on the last page.

What this form is for
You may use this form to register a UK establishment.

What this form is for
You cannot use this form to provide the details of an officer or establishment.

SAT THURSDAY



ABGH1DDL
A07 10/11/2022 #272
COMPANIES HOUSE
ABF4UQSI
A11 22/10/2022 #317
COMPANIES HOUSE

Please
house

Part 1 Overseas company details (Name)

For official use

A1 Corporate name of overseas company

Corporate name ①

"EVERDEV DIGITAL" SP LTD

Do you propose to carry on business in the UK under the corporate name as incorporated in your home state or country, or under an alternative name?

- To register using your corporate name, go to **Section A3**.
- To register using an alternative name, go to **Section A2**.

② Filling in this form

Please complete in typescript (10pt or above), or in bold black capitals

All fields are mandatory unless specified or indicated by *

① This must be the corporate name in the home state or country in which the company is incorporated.

A2 Alternative name of overseas company *

Please show the alternative name that the company will use to do business in the UK.

Alternative name (if applicable) ②

② A company may register an alternative name under which it proposes to carry on business in the United Kingdom under Section 1048 of the Companies Act 2006. Once registered it is treated as being its corporate name for the purposes of law in the UK.

A3 Overseas company name restrictions ③

Please tick the box only if the proposed company name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body.

I confirm that the proposed company name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response.

③ Overseas company name restrictions

A list of sensitive or restricted words or expressions that require consent can be found in guidance available on our website www.gov.uk/companieshouse

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Part 2 Overseas company details

B1	Particulars previously delivered	<p>Have particulars about this company been previously delivered in respect of another UK establishment? ¹</p> <p>→ No Go to Section B2.</p> <p>→ Yes Please enter the registration number below and then go to Part 5 of the form. Please note the original UK establishment particulars must be filed up to date.</p>	<p>¹ The particulars are: legal form, identity of register, number in registration, director and secretaries details, whether the company is a credit or financial institution, law, governing law, accounting requirements, objects, share capital, constitution, and accounts.</p>						
UK establishment registration number	B	R							

B2	Credit or financial institution	<p>Is the company a credit or financial institution? ²</p> <p><input type="checkbox"/> Yes</p> <p><input checked="" type="checkbox"/> No</p>	<p>² Please tick one box.</p>
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B3	Company details	<p>If the company is registered in its country of incorporation, please enter the details below.</p>	<p>³ Please state whether or not the company is limited. Please also include whether the company is a private or public company if applicable.</p> <p>⁴ This will be the registry where the company is registered in its parent country.</p>						
Legal form ³	Single Person Limited Liability Company								
Country of incorporation *	Bulgaria								
Identity of register in which it is registered ⁴	Commercial Register And Register Of Non Profit Legal Entities								
Registration number in that register	2	0	7	0	4	9	2	4	0

B4	Governing law and accounting requirements	<p>Please give the law under which the company is incorporated.</p>	<p>⁵ This means the relevant rules or legislation which regulates the incorporation of companies in that state.</p>	
Governing law ⁵	Bulgarian Commercial Law			
	<p>Is the company required to prepare, audit and disclose accounting documents under parent law?</p> <p>→ Yes Complete the details below.</p> <p>→ No Go to Part 3.</p>			
	<p>Please give the period for which the company is required to prepare accounts by parent law.</p>			
From	0	1	0	1
To	3	1	1	2
	<p>Please give the period allowed for the preparation and public disclosure of accounts for the above accounting period.</p>			
Months	0	6		

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B5

Latest disclosed accounts

Are copies of the latest disclosed accounts being sent with this form? Please note if accounts have been disclosed, a copy must be sent with the form, and, if applicable, with a certified translation. ¹

Yes.

Please indicate what documents have been disclosed.

Please tick this box if you have enclosed a copy of the accounts.

Please tick this box if you have enclosed a certified translation of the accounts.

Please tick this box if no accounts have been disclosed.

¹ Please tick the appropriate box(es).

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Part 3 Constitution

C1

Constitution of company

The following documents must be delivered with this application.

- Certified copy of the company's constitution and, if applicable, a certified translation.

Please tick the appropriate box(es) below.

- I have enclosed a certified copy of the company's constitution. ❶
- I enclose a certified translation, if applicable. ❷

❶ A certified copy is defined as a copy certified as correct and authenticated by - the secretary or a director of the company, permanent representative, administrator, administrative receiver, receiver manager, receiver and liquidator.

❷ A certified translation into English must be authenticated by the secretary or a director of the company, permanent representative, administrator, administrative receiver, receiver manager, receiver and liquidator.

C2

Constitutional documents

Are all of the following details in the copy of the constitutional documents of the company?

- Address of principal place of business or registered office in home country of incorporation
- Objects of the Company
- Amount of issued share capital

→ **Yes** Go to **Part 4** 'Officers of the company'

→ **No** If any of the above details are not included in the constitutional documents, please enter them in **Section C3**.

The information is not required if it is contained within the constitutional documents accompanying this registration.

C3

Information not included in the constitutional documents

Please give the address of principal place of business or registered office in the country of incorporation. ❸

Building name/number

Street

Post town

County/Region

Postcode

Country

Please give the objects of the company and the amount of issued share capital.

Objects of the company ❹

Amount of issued share capital ❺

❸ This address will appear on the public record.

❹ Please give a brief description of the company's business.

❺ Please specify the amount of shares issued and the value.

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Part 4 Officers of the company

Have particulars about this company been previously delivered in respect of another UK establishment?

- **Yes** Please ensure you entered the registration number in **Section B1** and then go to **Part 5** of this form
- **No** Complete the officer details.

For a secretary who is an individual, go to **Section D1**; for a corporate secretary, go to **Section E1**; for a director who is an individual, go to **Section F1**; or for a corporate director, go to **Section G1**.

Continuation pages

Please use a continuation page if you need to enter more officer details.

Secretary

D1 Secretary details^①

Use this section to list all the secretaries of the company. Please complete **Sections D1-D3**. For a corporate secretary, complete **Sections E1-E5**. Please use a continuation page if necessary.

Full forename(s)

Surname

Former name(s)^②

① Corporate details

Please use Sections E1-E5 to enter corporate secretary details.

② Former name(s)

Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 20 years.

D2 Secretary's service address^③

Building name/number

Street

Post town

County/Region

Postcode

Country

③ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record.

D3 Secretary's authority

Please enter the extent of your authority as secretary. Please tick one box.

Extent of authority

- Limited^④
- Unlimited

Description of limited authority, if applicable

Are you authorised to act alone or jointly? Please tick one box.

- Alone
- Jointly^⑤

If applicable, name(s) of person(s) with whom you are acting jointly

④ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.

⑤ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.

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Corporate secretary

E1	Corporate secretary details Use this section to list all the corporate secretaries of the company. Please complete Sections E1-E3. Please use a continuation page if necessary.	1 Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address) or DX number.
Name of corporate body or firm		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		
E2	Legal details Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	2 Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered 2		
If applicable, the registration number		
E3	Corporate secretary's authority Please enter the extent of your authority as corporate secretary. Please tick one box.	1 If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below. 2 If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.
Extent of authority	<input type="checkbox"/> Limited 1 <input type="checkbox"/> Unlimited	
Description of limited authority, if applicable	Are you authorised to act alone or jointly? Please tick one box. <input type="checkbox"/> Alone <input type="checkbox"/> Jointly 2	
If applicable, name(s) of person(s) with whom you are acting jointly		

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Director

F1 Director details ¹													
Use this section to list all the directors of the company. Please complete Sections F1-F5. For a corporate director, complete Sections G1-G3. Please use a continuation page if necessary.													
Full forename(s)	Georgios												
Surname	Bamparopoulos												
Former name(s) ²													
Country/State of residence ³	United Kingdom												
Nationality	Greek												
Month/year of birth ⁴	X X <table border="1"><tr><td>m</td><td>0</td><td>m</td><td>8</td></tr><tr><td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>8</td><td>y</td><td>8</td></tr></table>	m	0	m	8	y	1	y	9	y	8	y	8
m	0	m	8										
y	1	y	9	y	8	y	8						
Business occupation (if any) ⁵	Director												

1 Corporate details
Please use Sections G1-G3 to enter corporate director details.

2 Former name(s)
Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 20 years.

3 Country/State of residence
This is in respect of your usual residential address as stated in Section F5.

4 Month and year of birth
Please provide month and year only. Provide full date of birth in section F4.

5 Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

F2 Director's service address ⁶	
Building name/number	119
Street	Great Clowes Street
Post town	Salford
County/Region	Lancashire
Postcode	M 7 1 A L
Country	United Kingdom

6 Service address
This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record.

F3 Director's authority	
Please enter the extent of your authority as director. Please tick one box.	
Extent of authority	<input type="checkbox"/> Limited ⁷ <input checked="" type="checkbox"/> Unlimited
Description of limited authority, if applicable	
Are you authorised to act alone or jointly? Please tick one box.	
<input checked="" type="checkbox"/> Alone <input type="checkbox"/> Jointly ⁸	
If applicable, name(s) of person(s) with whom you are acting jointly	

7 If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.

8 If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.

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Corporate director

G1	Corporate director details ¹	1 Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address) or DX number.
	Use this section to list all the corporate directors of the company. Please complete G1-G3. Please use a continuation page if necessary.	
Name of corporate body or firm		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		

G2	Legal details	2 Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ²		
If applicable, the registration number		

G3	Corporate director's authority	1 If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below. 2 If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.
	Please enter the extent of your authority as corporate director. Please tick one box.	
Extent of authority	<input type="checkbox"/> Limited ¹ <input type="checkbox"/> Unlimited	
Description of limited authority, if applicable	Are you authorised to act alone or jointly? Please tick one box. <input type="checkbox"/> Alone <input type="checkbox"/> Jointly ²	
If applicable, name(s) of person(s) with whom you are acting jointly		

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Part 5 UK establishment details

H1 Documents previously delivered - constitution

Has the company previously registered a certified copy of the company's constitution with material delivered in respect of another UK establishment?

- No Go to Section H3.
- Yes Please enter the UK establishment number below and then go to Section H2.

UK establishment registration number

B	R								
---	---	--	--	--	--	--	--	--	--

H2 Documents previously delivered – accounting documents

Has the company previously delivered a copy of the company's accounting documents with material delivered in respect of another UK establishment?

- No Go to Section H3.
- Yes Please enter the UK establishment number below and then go to Section H3.

UK establishment registration number

B	R								
---	---	--	--	--	--	--	--	--	--

H3 Delivery of accounts and reports

This section **must** be completed. Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment. ¹

- In respect of this establishment. Please go to Section H4.
- In respect of another UK establishment. Please give the registration number below, then go to Section H4.

¹ Please tick the appropriate box.

UK establishment registration number

B	R								
---	---	--	--	--	--	--	--	--	--

H4 Particulars of UK establishment ¹

You **must** enter the name and address of the UK establishment.

Name of establishment EVERDEV DIGITAL

Building name/number 119

Street Great Clowes Streat

Post town Salford

County/Region Lancashire

Postcode M 7 1 A L

Country United Kingdom

Please give the date the establishment was opened and the business of the establishment.

Date establishment opened 2 7 0 9 2 0 2 2

Business carried on at the UK establishment Software development, Services in the area of Information Technology

¹ **Address**
This is the address that will appear on the public record.

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Part 6 Permanent representative

Please enter the name and address of every person authorised to represent the company as a permanent representative of the company in respect of the UK establishment.

J1 Permanent representative's details

Please use this section to list all the permanent representatives of the company. Please complete Sections J1-J4.

Continuation pages

Please use a continuation page if you need to enter more details.

Full forename(s) Georgios
Surname Bamparopoulos

J2 Permanent representative's service address¹

Building name/number 119
Street Great Clowes Street
Post town Salford
County/Region Lancashire
Postcode M 7 1 A L
Country United Kingdom

¹ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record.

J3 Permanent representative's authority

Please enter the extent of your authority as permanent representative. Please tick one box.

Extent of authority
 Limited²
 Unlimited

Description of limited authority, if applicable

Are you authorised to act alone or jointly? Please tick one box.

Alone
 Jointly³

If applicable, name(s) of person(s) with whom you are acting jointly

² If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.

³ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.

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Part 7 Person authorised to accept service

Does the company have any person(s) in the UK authorised to accept service of documents on behalf of the company in respect of its UK establishment?

→ **Yes** Please enter the name and service address of every person(s) authorised below.

→ **No** Tick the box below then go to **Part 8** 'Signature'.

If there is no such person, please tick this box.

K1 Details of person authorised to accept service of documents in the UK

Please use this section to list all the persons' authorised to accept service below. Please complete **Sections K1-K2**.

Continuation pages

Please use a continuation page if you need to enter more details.

Full forename(s)

Surname

K2 Service address of person authorised to accept service ¹

Building name/number

Street

Post town

County/Region

Postcode

Country

¹ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address. Please note, a DX address would not be acceptable.

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Part 8

Signature

This must be completed by all companies.

I am signing this form on behalf of the company.

Signature

Signature

X

Georgios Bamparopoulos

X

This form may be signed by:
Director, Secretary, Permanent representative.

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

MOORE (NW) LLP

Address

CENTURION HOUSE
129 DEANSGATE

Post town

MANCHESTER

County/Region

Postcode

M3 3WR

Country

DX

Telephone

0161 832 4281

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- The overseas corporate name on the form matches the constitutional documents exactly.
- You have included a copy of the appropriate correspondence in regard to sensitive words, if appropriate.
- You have included certified copies and certified translations of the constitutional documents, if appropriate.
- You have included a copy of the latest disclosed accounts and certified translations, if appropriate.
- You have completed all of the company details in Section B3 if the company has not registered an existing establishment.
- You have complete details for all company secretaries and directors in Part 4 if the company has not registered an existing establishment.
- Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address) DX number.
- You have completed details for all permanent representatives in Part 6 and persons authorised to accept service in Part 7.
- You have signed the form.
- You have enclosed the correct fee.

Important information

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses and day of birth.

How to pay

A fee of £20 is payable to Companies House in respect of a registration of an overseas company. Make cheques or postal orders payable to 'Companies House.'

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1.

Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

Higher protection

If you are applying for, or have been granted, higher protection, please post this whole form to the different postal address below:

The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE.

Further information

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

УЧРЕДИТЕЛЕН АКТ
на "ЕВЪРДЕВ ДИДЖИТАЛ" ЕООД
изписвано на английски език "EVERDEV
DIGITAL" SP Ltd

Днес 12/08/2022 год. гр. Смолян, Република България, при спазване на разпоредбите на действащите в Република България нормативни актове, подписаният:

ГЕОРГИОС БАМПАРОПУЛОС, роден на 12/08/1988 г. в гр. Кавала, Република Гърция, гръцки гражданин, притежаващ паспорт сер. P № AT0782384, издадена на 02/10/2020 г.

На основание чл. 113 и сл. от Търговския закон (ТЗ) съставих този учредителен акт, с който:

ПРЕДМЕТ

Чл. 1. Учредявам еднолично дружество с ограничена отговорност по смисъла на чл. 113 и сл. от ТЗ.

Фирма, седалище и адрес на управление

Чл. 2. (1) Фирма на дружеството е "ЕВЪРДЕВ ДИДЖИТАЛ" ЕООД, изписвано на английски "EVERDEV DIGITAL" SP Ltd;

(2) Седалище на дружеството е град Смолян

(3) Адрес на управление на дружеството е: гр. Смолян, бул. „България“ № 7, ет. 2, офис 7

(4) В търговската кореспонденция на дружеството се посочва фирмата, седалището и адреса на управление, съда, където е регистрирано, номера на регистрацията и банковата сметка.

ПРЕДМЕТ НА ДЕЙНОСТ

Чл. 3. (1) Предмет на дейност на дружеството е:

- Разработване на софтуер;
- Консултантски услуги в сферата на информационните технологии (IT);
- Уеб дизайн;
- Търговско представителство и посредничество, комисионни, сделки;
- Образователни и проучвателни услуги
- Продажба на стоки от собствено производство;
- Покупка на стоки с цел преработка и продажба;

CONSTITUENT INSTRUMENT

of
"ЕВЪРДЕВ ДИДЖИТАЛ" ЕООД, prescribing in English language as "EVERDEV DIGITAL" SP Ltd

Today, 12/08/2022, in Smolyan, Republic of Bulgaria, in compliance with the provisions of the current legislation in the Republic of Bulgaria, the undersigned:

GEORGIOS BAMPAROPOULOS, born on 12/08/1988 in Kavala, Greece Republic, citizen of Greece, holder of Passport ser.P № AT0782384, issued on 02/10/2020

Pursuant to Art. 113 and subsequent of CA I have personally drafted the present Constituent Instrument, by virtue of which I commit to the following:

SUBJECT

Art. 1. I hereby institute Single Person Limited Liability Company in compliance with Art. 133 and subsequent of CA.

Company, headquarters and management address

Art. 2 (1) The Company is named: "ЕВЪРДЕВ ДИДЖИТАЛ" ЕООД, prescribing in English language as "EVERDEV DIGITAL" SP Ltd.

(2) The headquarters of the company are in the Smolyan

(3) Company management address is as follows: Smolyan, 7 Bulgaria Blvd., 2nd floor, office 7

(4) All trade correspondence of the company should have its name, headquarters and management address, Court of registration, registration number and bank account.

SCOPE OF ACTIVITY

Art. 3. (1) The scope of activity of the company is to perform:

- Software development;
- Consultancy services in sphere of Information Technology;
- Web design;
- Trade representation and intermediary commission, deals;
- Educational and research services
- Selling own products and goods to generate profit;
- Purchase of goods for resale;

обработен има;

Извършване на други сделки и търговска дейност, които не са забранени от действащото в Република България законодателство с цел постигане на печалба.

(2) Дружеството може да участва по решение на едноличния собственик на капитала в съществуващи дружества или дружества, които ще се образуват в бъдеще в страната или в чужбина, да открива представителства и клонове.

(3) Дружеството може да придобива по законен начин всякакви права, необходими за осъществяване предмета му на дейност и да се задължава по всякакъв начин.

СРОК

Чл. 4. Дружеството се учредява без срок.

КАПИТАЛ И ДЯЛОВЕ

Чл. 5. (1) Капиталът на дружеството е 1000 лева (сто).

(2) Капиталът на дружеството е разпределен в 100 дяла (сто), всеки един със стойност 10 лев (десет).

(3) Дяловете в капитала на дружеството са поети изцяло от мен.

(4) Срещу поетите дялове се задължавам при съставянето на този учредителен акт да внеса 1000 лева (хиляда), представляващи 100 % (сто процента) от дължимата от мен вноска.

УПРАВЛЕНИЕ И НАЧИН НА ПРЕДСТАВЛЯВАНЕ НА ДРУЖЕСТВОТО

Чл. 6. Дружеството се управлява от Едноличния собственик на капитала и избран от него Управител;

Чл. 7. По реда на чл. 147 от ТЗ едноличният собственик на капитала:

1. формира и изразява волята си по всички въпроси, свързани с дейността на дружеството;
2. осъществява цялостен контрол върху дейността на Управителя на дружеството;
3. решава въпросите от компетентности на общото събрание, за което се съставя протокол в съответната за решението на общото събрание форма.

Чл. 8. (1) Дружеството се управлява текущо от Управител.

they are, or processed or polished in order to generate profit;

• Other operations and trade activity, not forbidden by the current legislation in the Republic of Bulgaria for the purpose of generating profit;

(2) Upon decision of the Sole Proprietor of the company's capital (SPCC) the company may participate in existing companies or companies, which are to be instituted in future in the country and abroad, as well as to open branches and representative offices.

(3) The company may legally acquire any rights, necessary for performing the scope of its activity and may become liable in any way.

TERM

Art. 4. The company is instituted for unlimited period of time.

CAPITAL AND SHARES

Art. 5. (1) The company's capital amounts to 1000 levs (one thousand).

(2) The company capital is broken down into 100 shares (one hundred), each at the 10 BGN (ten).

(3) The company shares are fully assigned to me.

(4) Against the shares assigned to me, I personally undertake upon drafting the present Constituent Instrument to deposit 1000 BGN (one thousand), being 100 % (hundred percentage) of my due contribution.

COMPANY MANAGEMENT AND WAY OF REPRESENTATION

Art. 6. The Company is managed by the Sole Proprietor of the capital and the Manager, appointed by him.

Art. 7. Under the provisions of Art. 147 of CA, the Sole Proprietor of the company capital is entitled to:

1. formulate and express his will on all issues related to the activity of the company;
2. perform full control over the performance of the Company Manager;
3. The single owner shall resolve on the issues falling within the scope of the general meeting, of which shall be drawn up minutes in the form required by the decisions of the general meeting.

The company is currently managed by

(2) Управителят се избира Едноличния собственик на капитала за срок, определен в решението за избора.

(3) При съставянето на този учредителен акт избирам безсрочно за Управител на дружеството: ГЕОРГИОС БАМΠΑРОПУЛОС, роден на 12/08/1988 г. в гр.Кавала, Република Гърция, гръцки гражданин, притежаващ паспорт сер.Р № АТ0782384, издадена на 02/10/2020г.

Чл. 9. По реда на чл. 135 и сл. от ТЗ управителят:

1. осъществява текущата дейност на дружеството;
2. представява дружеството.

ПРАВА И ЗАДЪЛЖЕНИЯ НА ЕДНОЛИЧНИЯ СОБСТВЕНИК НА КАПИТАЛА

Чл. 10. (1) Едноличният собственик на капитала има следните имуществени права:

1. на дивидент, съразмерно с дяловете му в капитала на дружеството;
2. на ликвидационна част от имуществото на дружеството, съразмерно с дяловете му в капитала на дружеството.

(2) Едноличния собственик на капитала има следните неимуществени права:

1. да участва в управлението на дружеството, в това число да отменя на актовете на управителя;
2. да контролира дружествената дейност, в това число: да получава информация за дружествената дейност и да преглежда търговските книги на дружеството;

3. на заплата на участието си в дружеството, в това число: правото по

чл. 71 от ТЗ;

Чл. 11. (1) Едноличният собственик на капитала има следните имуществени задължения:

1. да внесе дяловата си вноска;
2. да внесе допълнителна парична вноска, ако за това е взето необходимото решение от него.

(2) Едноличният собственик на капитала има следните неимуществени задължения:

1. да участва в управлението на дружеството;
2. да съдейства за извършването на дружествената дейност;
3. да бъде готов към дружеството, в това

число: да има действително

(2) The Manager is elected by the Sole Proprietor of Capital for a period, specified in the decision on his choice.

(3) Upon signing this Constituent Instrument I have appointed as Company manager for an unlimited period of service: GEORGIOS BAMPAROPOULOS, born on 12/08/1988 in Kavala, Greece Republic, citizen of Greece, holder of Passport ser.P № АТ0782384, issued on 02/10/2020

Art. 9. Under the stipulations of Art. 135 and subsequent of CA, the Manager is entitled to:

1. perform the Company's current operation;
2. represent the Company.

SINGLE PERSON'S RIGHTS AND LIABILITIES

Art. 10. (1) The Sole Proprietor of Capital has the following corporeal rights:

1. Dividend, proportionate to his shares into the company capital;
2. Liquidity share of the company assets, proportionate to his shares into the capital of the Company;

(2) The Sole Proprietor of Capital has the following incorporeal rights:

1. participate in the company management, including to: repeal Manager's deeds;
2. monitor company's operation, including to: obtain information on the company operations and review the trade books of the company;
3. right of protection on his participation into the company, including his rights under Art.71 of CA.

Art. 11 (1) The Sole Proprietor of Capital has the following corporeal liabilities:

1. to deposit into the company capital his equity share;
2. to deposit a supplementary cash contribution provided there is a decision for that to that effect.

(2) The Sole Proprietor of Capital has the following incorporeal liabilities:

1. participate in the management of the company;
2. support profitable performance of company operations;

и почтено поведение, насочено към просперитет на дружеството и предназначено му от загуби, да пази производствените и търговските тайни на дружеството;

ПРЕКРАТЯВАНЕ НА ДРУЖЕСТВОТО

Чл. 12. (1) Дружеството се прекратява:

1. с изтичане на срока, определен в дружествения договор;
2. по решение на съдружниците, взето с мнозинство 3/4 от капитала, ако в дружествения договор не е предвидено по-голямо мнозинство;
3. чрез сливане и вливане в акционерно или друго дружество с ограничена отговорност;
4. при обявяване в несъстоятелност;
5. по решение на окръжния съд в предвидени от този закон случаи.

(2) В дружествения договор могат да бъдат предвидени и други основания за прекратяване на дружеството.

ДОПЪЛНИТЕЛНИ УГОВОРКИ

Чл. 13. Разноските по учредяване на дружеството се поемат изцяло от Единоличния собственик на капитала.

Чл. 14. За неуредените в този учредителен акт въпроси се прилагат съответните разпоредби на действащите в Република България нормативни актове.

Този учредителен акт се състави и подписа в три еднообразни екземпляра, всеки със стойност на оригинал - един за едноличния собственик на капитала, един за дружеството и един за АВ.

3. be company loyal, inclusive of: demonstrating scrupulous and reputable behavior, focusing on the company's prosperity and preventing it from any losses, as well as keeping its commercial and production secrets.

DISSOLUTION OF THE COMPANY

Art. 12. (1) The company shall be dissolved:

1. by the expiration of the term set in the company contract;
2. by resolution of the partners supported by a majority of 3/4 of the capital, unless the company contract stipulates a higher majority;
3. through a consolidation or merger into a joint stock company or another limited liability company;
4. by being declared bankrupt;
5. by a decision of the district court in cases provided for by law.

(2) The company contract may provide for other grounds for dissolution of the company.

ADDITIONAL PROVISIONS

Art. 13. The expenses for instituting the company will be borne by the Sole Proprietor of the Capital.

Art. 14. For outstanding issues not being addressed by the present Company Contract provisions of current legislation in the Republic of Bulgaria will apply accordingly.

The present Constituent Instrument has been drafted and signed in three fully identical originals: one for the Sole Proprietor of company's capital, one for the Company and one for the Registry Agency.

Единоличен собственик на капитала / Sole Proprietor of Company's capital


ГЕОРГИОС ВАМПАРОПОУЛОС / GEORGIOS VAMPAROPOULOS

I, Georgios Vamparopoulos, company director, hereby certify that this is a true copy of the company's constitution.

Georgios Vamparopoulos, Director - See Date: 17/05/2017





FILE COPY

**CERTIFICATE OF REGISTRATION
OF AN OVERSEA COMPANY**

(Registration of a UK establishment)

Company Number FC040025

UK Establishment No. BR025135

The Registrar of Companies hereby certifies that

“EVERDEV DIGITAL” SP LTD

has this day been registered under the Companies Act 2006 as having established a UK Establishment in the United Kingdom.

Given at Companies House on **17th November 2022**.



Companies House



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

OS IN01

Registration of an overseas company opening a UK establishment



Companies House

A fee is payable with this form
Please see 'How to pay' on the last page.

✓ **What this form is for**
You may use this form to register a UK establishment.

✗ **What this form is NOT for**
You cannot use this form to change the details of an existing company, officer or establishment.

For further information, please refer to our guidance at www.gov.uk/companieshouse

Part 1 Overseas company details (Name)

For official use

A1 Corporate name of overseas company

Corporate name ①

"EVERDEV DIGITAL" SP LTD

Do you propose to carry on business in the UK under the corporate name as incorporated in your home state or country, or under an alternative name?

- To register using your corporate name, go to **Section A3**.
- To register using an alternative name, go to **Section A2**.

→ **Filling in this form**
Please complete in typescript (10pt or above), or in bold black capitals

All fields are mandatory unless specified or indicated by *

① This must be the corporate name in the home state or country in which the company is incorporated.

A2 Alternative name of overseas company *

Alternative name (if applicable) ②

Please show the alternative name that the company will use to do business in the UK.

② A company may register an alternative name under which it proposes to carry on business in the United Kingdom under Section 1048 of the Companies Act 2006. Once registered it is treated as being its corporate name for the purposes of law in the UK.

A3 Overseas company name restrictions ③

Please tick the box only if the proposed company name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body.

- I confirm that the proposed company name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response.

③ **Overseas company name restrictions**

A list of sensitive or restricted words or expressions that require consent can be found in guidance available on our website:
www.gov.uk/companieshouse

OS IN01

Registration of an overseas company opening a UK establishment

Part 2 Overseas company details

B1	Particulars previously delivered	
	Have particulars about this company been previously delivered in respect of another UK establishment.❶	❶ The particulars are: legal form, identity of register, number in registration, director and secretaries details, whether the company is a credit or financial institution, law, governing law, accounting requirements, objects, share capital, constitution, and accounts.
	→ No Go to Section B2 . → Yes Please enter the registration number below and then go to Part 5 of the form. Please note the original UK establishment particulars must be filed up to date.	
UK establishment registration number	B R	

B2	Credit or financial institution	
	Is the company a credit or financial institution?❷	❷ Please tick one box.
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

B3	Company details	
	If the company is registered in its country of incorporation, please enter the details below.	❸ Please state whether or not the company is limited. Please also include whether the company is a private or public company if applicable. ❹ This will be the registry where the company is registered in its parent country.
Legal form❸	SINGLE PERSON LIMITED LIABILITY COMPANY	
Country of incorporation *	BULGARIA	
Identity of register in which it is registered❹	Commercial Register And Register Of Non Profit Legal Entities	
Registration number in that register	2 0 7 0 4 9 2 4 0	

B4	Governing law and accounting requirements	
	Please give the law under which the company is incorporated.	❺ This means the relevant rules or legislation which regulates the incorporation of companies in that state.
Governing law❺	BULGARIAN COMMERCIAL LAW	
	Is the company required to prepare, audit and disclose accounting documents under parent law? → Yes Complete the details below. → No Go to Part 3 .	
	Please give the period for which the company is required to prepare accounts by parent law.	
From	d d m m	
To	d d m m	
Months		
	Please give the period allowed for the preparation and public disclosure of accounts for the above accounting period.	

OS IN01

Registration of an overseas company opening a UK establishment

B5

Latest disclosed accounts

Are copies of the latest disclosed accounts being sent with this form? Please note if accounts have been disclosed, a copy must be sent with the form, and, if applicable, with a certified translation. **1**

Yes.

Please indicate what documents have been disclosed.

Please tick this box if you have enclosed a copy of the accounts.

Please tick this box if you have enclosed a certified translation of the accounts.

Please tick this box if no accounts have been disclosed.

1 Please tick the appropriate box(es).

OS IN01

Registration of an overseas company opening a UK establishment

Part 3 Constitution

C1 Constitution of company

The following documents must be delivered with this application.

- Certified copy of the company's constitution and, if applicable, a certified translation.

Please tick the appropriate box(es) below.

I have enclosed a certified copy of the company's constitution. ❶

I enclose a certified translation, if applicable. ❷

❶ A certified copy is defined as a copy certified as correct and authenticated by - the secretary or a director of the company, permanent representative, administrator, administrative receiver, receiver manager, receiver and liquidator.

❷ A certified translation into English must be authenticated by the secretary or a director of the company, permanent representative, administrator, administrative receiver, receiver manager, receiver and liquidator.

C2 Constitutional documents

Are all of the following details in the copy of the constitutional documents of the company?

- Address of principal place of business or registered office in home country of incorporation
- Objects of the Company
- Amount of issued share capital

→ **Yes** Go to **Part 4 'Officers of the company'**

→ **No** If any of the above details are not included in the constitutional documents, please enter them in **Section C3**.

The information is not required if it is contained within the constitutional documents accompanying this registration.

C3 Information not included in the constitutional documents

Please give the address of principal place of business or registered office in the country of incorporation. ❸

Building name/number

Street

Post town

County/Region

Postcode

Country

Please give the objects of the company and the amount of issued share capital.

Objects of the company ❹

Amount of issued share capital ❺

❸ This address will appear on the public record.

❹ Please give a brief description of the company's business.

❺ Please specify the amount of shares issued and the value.

OS IN01

Registration of an overseas company opening a UK establishment

Part 4 Officers of the company

Have particulars about this company been previously delivered in respect of another UK establishment?

- **Yes** Please ensure you entered the registration number in **Section B1** and then go to **Part 5** of this form.
- **No** Complete the officer details.

For a secretary who is an individual, go to **Section D1**; for a corporate secretary, go to **Section E1**; for a director who is an individual, go to **Section F1**; or for a corporate director, go to **Section G1**.

Continuation pages

Please use a continuation page if you need to enter more officer details.

Secretary

D1 Secretary details¹

Use this section to list all the secretaries of the company. Please complete **Sections D1-D3**. For a **corporate secretary**, complete **Sections E1-E5**. Please use a continuation page if necessary.

Full forename(s)

Surname

Former name(s)²

1 Corporate details

Please use Sections E1-E5 to enter corporate secretary details.

2 Former name(s)

Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 20 years.

D2 Secretary's service address³

Building name/number

Street

Post town

County/Region

Postcode

Country

3 Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record.

D3 Secretary's authority

Please enter the extent of your authority as secretary. Please tick one box.

Extent of authority

- Limited⁴
- Unlimited

Description of limited authority, if applicable

Are you authorised to act alone or jointly? Please tick one box.

- Alone
- Jointly⁵

If applicable, name(s) of person(s) with whom you are acting jointly

⁴ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.

⁵ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.

OS IN01

Registration of an overseas company opening a UK establishment

Corporate secretary

E1 Corporate secretary details¹	
Use this section to list all the corporate secretaries of the company. Please complete Sections E1-E3. Please use a continuation page if necessary.	
Name of corporate body or firm	
Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	
E2 Legal details	
Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	
Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered ²	
If applicable, the registration number	
E3 Corporate secretary's authority	
Please enter the extent of your authority as corporate secretary. Please tick one box.	
Extent of authority	<input type="checkbox"/> Limited ¹ <input type="checkbox"/> Unlimited
Description of limited authority, if applicable	Are you authorised to act alone or jointly? Please tick one box.
	<input type="checkbox"/> Alone <input type="checkbox"/> Jointly ²
If applicable, name(s) of person(s) with whom you are acting jointly	

1 Registered or principal address
This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address) or DX number.

2 Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

1 If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.

2 If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.

OS IN01

Registration of an overseas company opening a UK establishment

Director

F1 Director details ¹	
Use this section to list all the directors of the company. Please complete Sections F1-F5. For a corporate director, complete Sections G1-G3. Please use a continuation page if necessary.	
Full forename(s)	GEORGIOS
Surname	BAMPAROPOULOS
Former name(s) ²	
Country/State of residence ³	UNITED KINGDOM
Nationality	GREEK
Month/year of birth ⁴	X X 0 8 1 9 8 8
Business occupation (if any) ⁵	

1 Corporate details
Please use Sections G1-G3 to enter corporate director details.

2 Former name(s)
Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 20 years.

3 Country/State of residence
This is in respect of your usual residential address as stated in Section F5.

4 Month and year of birth
Please provide month and year only. Provide full date of birth in section F4.

5 Business occupation
If you have a business occupation, please enter here. If you do not, please leave blank.

F2 Director's service address ⁶	
Building name/number	119
Street	GREAT CLOWES STREET
Post town	SALFORD
County/Region	LANCASHIRE
Postcode	M 7 1 A L
Country	

6 Service address
This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record.

F3 Director's authority	
Please enter the extent of your authority as director. Please tick one box.	
Extent of authority	<input type="checkbox"/> Limited ⁷ <input checked="" type="checkbox"/> Unlimited
Description of limited authority, if applicable	
Are you authorised to act alone or jointly? Please tick one box.	
	<input checked="" type="checkbox"/> Alone <input type="checkbox"/> Jointly ⁸
If applicable, name(s) of person(s) with whom you are acting jointly	

7 If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.

8 If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.

OS IN01

Registration of an overseas company opening a UK establishment

Corporate director

G1	Corporate director details ¹	
	Use this section to list all the corporate directors of the company. Please complete G1-G3. Please use a continuation page if necessary.	¹ Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address) or DX number.
Name of corporate body or firm		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		

G2	Legal details	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	² Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ²		
If applicable, the registration number		

G3	Corporate director's authority	
	Please enter the extent of your authority as corporate director. Please tick one box.	¹ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.
Extent of authority	<input type="checkbox"/> Limited ¹ <input type="checkbox"/> Unlimited	² If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.
Description of limited authority, if applicable	Are you authorised to act alone or jointly? Please tick one box. <input type="checkbox"/> Alone <input type="checkbox"/> Jointly ²	
If applicable, name(s) of person(s) with whom you are acting jointly		

OS IN01

Registration of an overseas company opening a UK establishment

Part 5 UK establishment details

H1 Documents previously delivered - constitution

Has the company previously registered a certified copy of the company's constitution with material delivered in respect of another UK establishment?

- No Go to **Section H3**.
- Yes Please enter the UK establishment number below and then go to **Section H2**.

UK establishment registration number

B R

H2 Documents previously delivered – accounting documents

Has the company previously delivered a copy of the company's accounting documents with material delivered in respect of another UK establishment?

- No Go to **Section H3**.
- Yes Please enter the UK establishment number below and then go to **Section H3**.

UK establishment registration number

B R

H3 Delivery of accounts and reports

This section **must** be completed. Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment. ¹

- In respect of this establishment. Please go to **Section H4**.
- In respect of another UK establishment. Please give the registration number below, then go to **Section H4**.

¹ Please tick the appropriate box.

UK establishment registration number

B R

H4 Particulars of UK establishment ¹

You **must** enter the name and address of the UK establishment.

Name of establishment

EVERDEV DIGITAL

Building name/number

119

Street

GREAT CLOWES STREET

Post town

SALFORD

County/Region

LANCASHIRE

Postcode

M 7 1 A L

Country

Please give the date the establishment was opened and the business of the establishment.

Date establishment opened

/

Business carried on at the UK establishment

Software Development Services in the area of Information Technology

¹ Address

This is the address that will appear on the public record.

OS IN01

Registration of an overseas company opening a UK establishment

Part 6 Permanent representative

Please enter the name and address of every person authorised to represent the company as a permanent representative of the company in respect of the UK establishment.

J1 Permanent representative's details

Please use this section to list all the permanent representatives of the company. Please complete Sections J1-J4.

Continuation pages

Please use a continuation page if you need to enter more details.

Full forename(s) GEORGIOS

Surname BAMPAROPOULOS

J2 Permanent representative's service address ¹

Building name/number 119

Street GREAT CLOWES STREET

Post town SALFORD

County/Region LANCASHIRE

Postcode M 7 1 A L

Country

1 Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record.

J3 Permanent representative's authority

Please enter the extent of your authority as permanent representative. Please tick one box.

Extent of authority
 Limited ²
 Unlimited

Description of limited authority, if applicable

Are you authorised to act alone or jointly? Please tick one box.

Alone
 Jointly ³

If applicable, name(s) of person(s) with whom you are acting jointly

² If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below.

³ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below.

OS IN01

Registration of an overseas company opening a UK establishment

Part 7

Person authorised to accept service

Does the company have any person(s) in the UK authorised to accept service of documents on behalf of the company in respect of its UK establishment?

→ **Yes** Please enter the name and service address of every person(s) authorised below.

→ **No** Tick the box below then go to Part 8 'Signature'.

If there is no such person, please tick this box.

K1

Details of person authorised to accept service of documents in the UK

Please use this section to list all the persons' authorised to accept service below. Please complete Sections K1-K2.

Continuation pages

Please use a continuation page if you need to enter more details.

Full forename(s)

Surname

K2

Service address of person authorised to accept service ¹

Building name/number

Street

Post town

County/Region

Postcode

Country

¹ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address. Please note, a DX address would not be acceptable.

OS IN01

Registration of an overseas company opening a UK establishment

Part 8

Signature

This must be completed by all companies.

I am signing this form on behalf of the company.

Signature

Signature

X

Georgios Bamparopoulos


GBamparopoulos


X


This form may be signed by:
Director, Secretary, Permanent representative.


OS IN01


Registration of an overseas company opening a UK establishment


 Presenter information	
You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.	
Contact name	
Company name	MOORE (NW) LLP
Address	
CENTURION HOUSE	
129 DEANSGATE	
Post town	
MANCHESTER	
County/Region	
Postcode	M 3 3 W R
Country	
DX	
Telephone	0161 832 4281

 Checklist
We may return forms completed incorrectly or with information missing.
Please make sure you have remembered the following:
<input type="checkbox"/> The overseas corporate name on the form matches the constitutional documents exactly.
<input type="checkbox"/> You have included a copy of the appropriate correspondence in regard to sensitive words, if appropriate.
<input type="checkbox"/> You have included certified copies and certified translations of the constitutional documents, if appropriate.
<input type="checkbox"/> You have included a copy of the latest disclosed accounts and certified translations, if appropriate.
<input type="checkbox"/> You have completed all of the company details in Section B3 if the company has not registered an existing establishment.
<input type="checkbox"/> You have complete details for all company secretaries and directors in Part 4 if the company has not registered an existing establishment.
<input type="checkbox"/> Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address) DX number.
<input type="checkbox"/> You have completed details for all permanent representatives in Part 6 and persons authorised to accept service in Part 7.
<input type="checkbox"/> You have signed the form.
<input type="checkbox"/> You have enclosed the correct fee.

 Important information
Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses and day of birth.

 How to pay
A fee of £20 is payable to Companies House in respect of a registration of an overseas company. Make cheques or postal orders payable to 'Companies House.'

 Where to send
You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:
England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff.
Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX ED235 Edinburgh 1.
Northern Ireland: The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG. DX 481 N.R. Belfast 1.
Higher protection If you are applying for, or have been granted, higher protection, please post this whole form to the different postal address below: The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE.

 Further information
For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk
This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

УЧРЕДИТЕЛЕН АКТ
на "ЕВЪРДЕВ ДИДЖИТАЛ" ЕООД
изписвано на английски език "EVERDEV
DIGITAL" SP Ltd

Днес 12/08/2022 год. гр. Смолян, Република България, при спазване на разпоредбите на действащите в Република България нормативни актове, подписаният:

ГЕОРГИОС БАМΠΑΡΟΠΟΥΛΟΣ, роден на 12/08/1988 г. в гр. Кавала, Република Гърция, гръцки гражданин, притежаващ паспорт сер.Р № АТ0782384, издадена на 02/10/2020г.

На основание чл. 113 и сл. от Търговския закон (ТЗ) съставих този учредителен акт, с който:

ПРЕДМЕТ

Чл. 1. Учредявам еднолично дружество с ограничена отговорност по смисъла на чл. 113 и сл. от ТЗ.

Фирма, седалище и адрес на управление

Чл. 2. (1) Фирма на дружеството е "ЕВЪРДЕВ ДИДЖИТАЛ" ЕООД, изписвано на английски "EVERDEV DIGITAL" SP Ltd;

(2) Седалище на дружеството е град Смолян

(3) Адрес на управление на дружеството е: гр. Смолян, бул. „България“ № 7, ет.2, офис 7

(4) В търговската кореспонденция на дружеството се посочва фирмата, седалището и адреса на управление, съда, където е регистрирано, номера на регистрацията и банковата сметка.

ПРЕДМЕТ НА ДЕЙНОСТ

Чл. 3. (1) Предмет на дейност на дружеството е:

- Разработване на софтуер;
- Консултантски услуги в сферата на информационните технологии (ИТ);
- Уеб дизайн;
- Търговско представителство и посредничество, комисионни, сделки;
- Образователни и проучвателни услуги
- Продажба на стоки от собствено производство;
- Покупка на стоки с цел препродажба в първоначален, преработен или

CONSTITUENT INSTRUMENT

of
"ЕВЪРДЕВ ДИДЖИТАЛ" ЕООД, prescribing in
English language as "EVERDEV DIGITAL" SP Ltd

Today, 12/08/2022, in Smolyan, Republic of Bulgaria, in compliance with the provisions of the current legislation in the Republic of Bulgaria, the undersigned:

GEORGIOS BAMPAROPOULOS, born on 12/08/1988 in Kavala, Greece Republic, citizen of Greece, holder of Passport ser.P № АТ0782384, issued on 02/10/2020

Pursuant to Art. 113 and subsequent of CA I have personally drafted the present Constituent Instrument, by virtue of which I commit to the following:

SUBJECT

Art. 1. I hereby institute Single Person Limited Liability Company in compliance with Art. 133 and subsequent of CA.

Company, headquarters and management address

Art. 2 (1) The Company is named- "ЕВЪРДЕВ ДИДЖИТАЛ" ЕООД, prescribing in English language as "EVERDEV DIGITAL" SP Ltd.

(2) The headquarters of the company are in the Smolyan

(3) Company management address is as follows: Smolyan, 7 Bulgaria Blvd., 2nd floor, office 7

(4) All trade correspondence of the company should have its name, headquarters and management address, Court of registration, registration number and bank account.

SCOPE OF ACTIVITY

Art. 3. (1) The scope of activity of the company is to perform:

- Software development;
- Consultancy services in sphere of Information Technology;
- Web design;
- Trade representation and intermediary, commissioning operations in order to generate profit;
- Educational and research services
- Selling company manufactured goods in order to generate profit;
- Purchase of goods in order to resell them as

обработен вид;

- Извършване на други сделки и търговска дейност, които не са забранени от действащото в Република България законодателство с цел постигане на печалба.

(2) Дружеството може да участва по решение на едноличния собственик на капитала в съществуващи дружества или в дружества, които ще се образуват в бъдеще в страната или в чужбина, да открива представителства и клонове.

(3) Дружеството може да придобива по законен начин всякакви права, необходими за осъществяване предмета му на дейност и да се задължава по всякакъв начин.

СРОК

Чл. 4. Дружеството се учредява без срок.

КАПИТАЛ И ДЯЛОВЕ

Чл. 5. (1) Капиталът на дружеството е 1000 лева (сто).

(2) Капиталът на дружеството е разпределен в 100 дяла (сто), всеки един със стойност 10 лев (десет).

(3) Дяловете в капитала на дружеството са поети изцяло от мен.

(4) Срещу поетите дялове се задължавам при съставянето на този учредителен акт да внеса 1000 лева (хиляда), представляващи 100 % (сто процента) от дължимата от мен вноска.

УПРАВЛЕНИЕ И НАЧИН НА ПРЕДСТАВЛЯВАНЕ НА ДРУЖЕСТВОТО

Чл. 6. Дружеството се управлява от Едноличния собственик на капитала и избран от него Управител;

Чл. 7. По реда на чл. 147 от ТЗ едноличният собственик на капитала:

1. формира и изразява волята си по всички въпроси, свързани с дейността на дружеството;
2. осъществява цялостен контрол върху дейността на Управителя на дружеството.

3. решава въпросите от компетентността на общото събрание, за което се съставя протокол в съответната за решенията на общото събрание форма.

Чл. 8. (1) Дружеството се управлява текущо от Управител.

they are, or processed or polished in order to generate profit;

- Other operations and trade activity, not forbidden by the current legislation in the Republic of Bulgaria for the purpose of generating profit;

(2) Upon decision of the Sole Proprietor of the company's capital (SPCC) the company may participate in existing companies or companies, which are to be instituted in future in the country and abroad, as well as to open branches and representative offices.

(3) The company may legally acquire any rights, necessary for performing the scope of its activity and may become liable in any way.

TERM

Art. 4. The company is instituted for unlimited period of time.

CAPITAL AND SHARES

Art. 5. (1) The company's capital amounts to 1000 levs (one thousand).

(2) The company capital is broken down into 100 shares (one hundred), each at the 10 BGN (ten).

(3) The company shares are fully assigned to me.

(4) Against the shares assigned to me, I personally undertake upon drafting the present Constituent Instrument to deposit 1000 BGN (one thousand), being 100 % (hundred percentage) of my due contribution.

COMPANY MANAGEMENT AND WAY OF REPRESENTATION

Art. 6. The Company is managed by the Sole Proprietor of the capital and the Manager, appointed by him;

Art. 7. Under the provisions of Art. 147 of CA, the Sole Proprietor of the company capital is entitled to:

1. formulate and express his will on all issues, related to the activity of the company;

2. perform full control over the performance of the Company Manager.

3. The single owner shall resolve on the issues falling within the powers of the general meeting, of which shall be drawn up minutes in the form required for the decisions of the general meeting.

Art. 8. (1) The company is currently managed by a Manager.

(2) Управителят се избира Едноличния собственик на капитала за срок, определен в решението за избора.

(3) При съставянето на този учредителен акт избирам безсрочно за Управител на дружеството: ГЕОРГИОС БАМПАРОПУЛОС, роден на 12/08/1988 г. в гр.Кавала, Република Гърция, гръцки гражданин, притежаващ паспорт сер.Р № АТ0782384, издадена на 02/10/2020г.

Чл. 9. По реда на чл. 135 и сл. от ТЗ управителят:

1. осъществява текущата дейност на дружеството;
2. представява дружеството.

ПРАВА И ЗАДЪЛЖЕНИЯ НА ЕДНОЛИЧНИЯ СОБСТВЕНИК НА КАПИТАЛА

Чл. 10. (1) Едноличният собственик на капитала има следните имуществени права:

1. на дивидент, съразмерно с дяловете му в капитала на дружеството;
2. на ликвидационна част от имуществото на дружеството, съразмерно с дяловете му в капитала на дружеството.

(2) Едноличният собственик на капитала има следните неимуществени права:

1. да участва в управлението на дружеството, в това число да отменя на актовете на управителя;
2. да контролира дружествената дейност, в това число: да получава информация за дружествената дейност и да преглежда търговските книги на дружеството;
3. на защита на участието си в дружеството, в това число: правото по чл. 71 от ТЗ;

Чл. 11. (1) Едноличният собственик на капитала има следните имуществени задължения:

1. да внесе дяловата си вноска;
2. да внесе допълнителна парична вноска, ако за това е взето надлежно решение от него;

(2) Едноличният собственик на капитала има следните неимуществени задължения:

1. да участва в управлението на дружеството;
2. да съдейства за печелившо осъществяване на дружествената дейност;
3. да бъде лоялен към дружеството, в това число: да има добросъвестно

(2) The Manager is elected by the Sole Proprietor of Capital for a period, specified in the decision on his choice.

(3) Upon signing this Constituent Instrument I have appointed as Company manager for an unlimited period of service: GEORGIOS BAMPAROPOULOS, born on 12/08/1988 in Kavala, Greece Republic, citizen of Greece, holder of Passport ser.P № AT0782384, issued on 02/10/2020

Art. 9. Under the stipulations of Art. 135 and subsequent of CA, the Manager is entitled to:

1. perform the Company's current operation;
2. represent the Company.

SINGLE PERSON'S RIGHTS AND LIABILITIES

Art. 10. (1) The Sole Proprietor of Capital has the following corporeal rights:

1. Dividend, proportionate to his shares into the company capital;
2. Liquidity share of the company assets, proportionate to his shares into the capital of the Company;

(2) The Sole Proprietor of Capital has the following incorporeal rights:

1. participate in the company management, including to: repeal Manager's deeds;
2. monitor company's operation, including to: obtain information on the company operations and review the trade books of the company;
3. right of protection on his participation into the company, including his rights under Art.71 of CA.

Art. 11 (1) The Sole Proprietor of Capital has the following corporeal liabilities:

1. to deposit into the company capital his equity share;
2. to deposit a supplementary cash contribution provided there is a decision, duly taken by him to that effect.

(2) The Sole Proprietor of Capital has the following incorporeal liabilities:

1. participate in the management of the company;
2. support profitable performance of company operations;

и почтено поведение, насочено към просперитет на дружеството и предпазването му от загуби, да пази производствените и търговските тайни на дружеството;

ПРЕКРАТЯВАНЕ НА ДРУЖЕСТВОТО

Чл. 12. (1) Дружеството се прекратява:

1. с изтичане на срока, определен в дружествения договор;
2. по решение на съдружниците, взето с мнозинство 3/4 от капитала, ако в дружествения договор не е предвидено по-голямо мнозинство;
3. чрез сливане и вливане в акционерно или друго дружество с ограничена отговорност;
4. при обявяване в несъстоятелност;
5. по решение на окръжния съд в предвидени от този закон случаи.

(2) В дружествения договор могат да бъдат предвидени и други основания за прекратяване на дружеството.

ДОПЪЛНИТЕЛНИ УГОВОРКИ

Чл. 13. Разноските по учредяване на дружеството се поемат изцяло от Едноличния собственик на капитала.

Чл. 14. За неуредените в този учредителен акт въпроси се прилагат съответните разпоредби на действащите в Република България нормативни актове.

Този учредителен акт се състави и подписа в три еднообразни екземпляра, всеки със стойност на оригинал - един за едноличния собственик на капитала, един за дружеството и един за АВ.

3. be company loyal, inclusive of: demonstrating scrupulous and reputable behavior, focusing on the company's prosperity and preventing it from any losses, as well as keeping its commercial and production secrets.

DISSOLUTION OF THE COMPANY

Art. 12. (1) The company shall be dissolved:

1. by the expiration of the term set in the company contract;
2. by resolution of the partners supported by a majority of 3/4 of the capital, unless the company contract stipulates a higher majority;
3. through a consolidation or merger into a joint stock company or another limited liability company;
4. by being declared bankrupt;
5. by a decision of the district court in cases provided for by law.

(2) The company contract may provide for other grounds for dissolution of the company.

ADDITIONAL PROVISIONS

Art. 13. The expenses for instituting the company will be borne by the Sole Proprietor of the Capital.

Art. 14. For outstanding issues, not being addressed by the present Company Contract provisions of current legislation in the Republic of Bulgaria will apply accordingly.

The present Constituent Instrument has been drafted and signed in three fully identical originals - one for the Sole Proprietor of company's capital, one for the Company and one for the Registry Agency.

Едноличен собственик на капитала/ Sole Proprietor of Company's capital:

 Georgios Bamparopoulos
ГЕОРГИОС БАМΠΑΡΟΠΟΥΛΟΣ/ GEORGIOS BAMPAROPOULOS

I, Georgios Bamparopoulos, company director, certify that this is a true copy of the company's constitution.

Georgios Bamparopoulos, Director, EverDev Digital

