



State of Rhode Island
Department of State - Business Services Division

Application for Certificate of Authority

FOREIGN Business Corporation

→ Filing Fee: \$310.00 minimum

REC'D RHODES BSD
25 JUL 14 PM 12:55:41

Pursuant to the provisions of RIGL 7-1.2-1405, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is: VGW GP Limited		
2. It is incorporated under the laws of: Malta		
3. The name, if different, which it elects to use in Rhode Island is: (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island: (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:		
4. The date of its incorporation is: November 23, 2016 And the period of its duration is: CHECK ONE BOX ONLY ☒ Perpetual (on-going) ☐ Date certain for dissolution _____		
5. The address of its principal office is: Trident Park, Notabile Gardens, No 6 – Level 3, Central Business District, BirkirkaraCBD2010, MALTA		
6. The name and address of the initial registered agent/office in Rhode Island: Agent Name Cogency Global Inc. Street Address (<u>NOT</u> a P.O. Box) 222 Jefferson Boulevard		
City/Town Warwick	State RHODE ISLAND	Zip Code 02888

MAIL TO:

Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

FILED *JD*
12:55
JUL 14 2025
BY *JM 504*

7: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Provide online social gaming services

8. (a) The names and respective addresses of its directors (optional, unless directors are required under the laws of the state or country of which it is incorporated):

NAME	ADDRESS
David Lyons	Trident Park, Notabile Gardens, No 6 –Level 3, MALTA CBD 2010
Christopher Vella	Trident Park, Notabile Gardens, No 6 –Level 3, MALTA CBD 2010
Timothy Charles Moore-Barton	15-17 William Street Perth, Western Australia 6000, Australia

Check the box to indicate an attachment ☐

8. (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated):

OFFICE	NAME	ADDRESS
PRESIDENT		
VICE PRESIDENT		
TREASURER		
SECRETARY	Nicolette Spiteri Bailey	Trident Park, Notabile Gardens, No 6 –Level 3, MALTA CBD 2010

Check the box to indicate an attachment ☐

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE OR STATE NO PAR VALUE
1,499	A	Ordinary	\$1,654.02
1	B	Ordinary	\$1.102

10. An estimate, **as a percentage**, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. (Note: Percentage obtained from worksheet.)

0 %

11. An estimate, **as a percentage**, of the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. (Note: Percentage obtained from worksheet.)

0 %

12. This application must be accompanied by a <u>Certificate of Good Standing/Letter of Status</u> from the state or country of formation dated within 60 days of the date of this filing.	
13. Date when the Certificate of Authority will be effective: CHECK ONE BOX ONLY	
☒ Date received (Upon filing)	
☐ Later effective date (Date must be no more than 90 days from the date of filing) _____	
14. <i>Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.</i>	
Type or Print Name of Authorized Officer Timothy Charles Moore-Barton	Date 07/08/2025
Signature of Authorized Officer of the Corporation 	

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

30th June, 2025

To Whom It May Concern :

This is to certify that the company VGW GP LIMITED (Registration No.: C 78260) of Trident Park, Notabile Gardens No6 - Level 3 Central Business District Mdina Road, Zone 2, BIRKIRKARA, CBD2010, MALTA was registered under the Laws of Malta on the 23rd November, 2016 and is still so registered.

According to our records the present shareholders of the company are:

Shareholder	Number of Shares
VGW MALTA HOLDING LIMITED (MALTA Company Registration No.: C 75298)	1,499 ORDINARY A shares of USD 0.943200 each
VGW CORPORATION PTY LTD (AUSTRALIA Company Registration No.: 623655149)	1 ORDINARY B shares of USD 0.943200 each

According to our records the present directors of the company are:

DAVID LYONS (PASSPORT No.: PP3987201 issued by IRELAND)
CHRISTOPHER VELLA (IDENTITY CARD No.: 76274M issued by MALTA)
TIMOTHY CHARLES MOORE-BARTON (PASSPORT No.: PB5034125 issued by AUSTRALIA)

According to our records the present secretary of the company is:

NICOLETTE SPITERI BAILEY (IDENTITY CARD No.: 512878M issued by MALTA)

According to our records, the last Annual Return registered was for the year 2023.

This information is provided on the basis of the documents registered in respect of the company.



f/Registrar of Companies



State of Rhode Island

Department of State | Office of the Secretary of State

Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,
hereby certify that this document, duly executed in accordance with the provisions
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this

office on this day:

July 14, 2025 12:55 PM

A handwritten signature in black ink, reading "Gregg M. Amore".

Gregg M. Amore
Secretary of State

