

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 8473896

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

PHN OPCO 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 4th April 2013



N08473896W



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

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
— for the record —

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: 04/04/2013



X25L0CYP

<i>Company Name in full:</i>	PHN OPCO LIMITED
<i>Company Type:</i>	Private limited by shares
<i>Situation of Registered Office:</i>	England and Wales
<i>Proposed Register Office Address:</i>	33 WIGMORE STREET LONDON UNITED KINGDOM W1U 1BZ

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

Company Director **1**

Type: **Person**
Full forename(s): **MR GRAEME PETER**

Surname: **DORNAN**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **27/03/1978** Nationality: **BRITISH**

Occupation: **DIRECTOR**

Consented to Act: **Y** Date authorised: **04/04/2013** Authenticated: **YES**

Company Director **2**

Type: **Person**
Full forename(s): **MR WALTER**

Surname: **SIMPSON**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **07/07/1969** Nationality: **BRITISH**

Occupation: **DIRECTOR**

Consented to Act: **Y** Date authorised: **04/04/2013** Authenticated: **YES**

Company Director **3**

Type: **Corporate**

Name: **CONSORTIUM DIRECTORS LIMITED**

*Registered or
Principal Office
Address:* **33 WIGMORE STREET
LONDON
UNITED KINGDOM
W1U 1BZ**

European Economic Area (EEA) Company

Register Location: **ENGLAND**

Registration Number: **06771828**

Consented to Act: **Y** *Date authorised:* **04/04/2013** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	1
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

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

Statement of Capital (Totals)

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

Initial Shareholdings

Name: PROCTOR HOUSE NEWCASTLE LLP

Address: 33 WIGMORE STREET
LONDON
UNITED KINGDOM
W1U 1BZ

Class of share: ORDINARY

Number of shares: 1

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 0

Amount paid: 1

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

Name: PROCTOR HOUSE NEWCASTLE LLP

Authenticated: YES

Authorisation

Authoriser Designation: subscriber

Authenticated: Yes

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of PHN OPCO 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
Proctor House Newcastle LLP	Authenticated Electronically

Dated: 04/04/2013