

FILE COPY

CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number 9351599

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

METALLUM PORTFOLIO 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 on 11th December 2014



N09351599S





In accordance with Section 9 of the Companies Act 2006

IN01

Application to register a company



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 private or public company

What this form is NOT fo You cannot use this form to a limited liability partnershi this, please use form LL INC 019381



	A24	06/12/2014 #287 COMPANIES HOUSE		
Part 1	Company details			
A1	Company name	→ Filling in this form Please complete in typescript or in		
	To check if a company name is available use our WebCHeck service and select the 'Company Name Availability Search' option www.companieshouse.gov.uk/info	bold black capitals All fields are mandatory unless specified or indicated by * Duplicate names Duplicate names are not permitted A list of registered names can		
	Please show the proposed company name below			
Proposed company name in full •	METALLUM PORTFOLIO LIMITED	be found on our website There are various rules that may affect your choice of name More		
For official use		information on this is available in our guidance booklet GP1 at www.companieshouse.gov.uk		
A2	Company name restrictions o	· <u></u>		
	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	Ocompany name restrictions A list of sensitive or restricted words or expressions that require consent can be found in our quidance booklet GP1 at		
	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	www.companieshouse.gov.uk		
А3	Exemption from name ending with 'Limited' or 'Cyfyngedig' o	❸ Name ending exemption		
	Please tick the box if you wish to apply for exemption from the requirement to have the name ending with 'Limited', Cyfyngedig' or permitted alternative	Only private companies that are limited by guarantee and meet other specific requirements are eligible		
	I confirm that the above proposed company meets the conditions for exemption from the requirement to have a name ending with 'Limited', 'Cyfyngedig' or permitted alternative	to apply for this For more details, please go to our website www.companieshouse gov uk		
A4	Company type [©]			
	Please tick the box that describes the proposed company type and members' liability (only one box must be ticked)	© Company type If you are unsure of your company's type, please go to our website		
	☐ Public limited by shares ☐ Private limited by shares	www.companieshouse.gov.uk		
	Private limited by guarantee Private unlimited with share capital Private unlimited without share capital			
	1 made diministed without share copical	<u> </u>		

A5	Situation of registered office •					
	Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked) England and Wales Wales Scotland Northern Ireland	Pregistered office Every company must have a registered office and this is the address to which the Registrar will send correspondence For England and Wales companies, the address must be in England or Wales For Welsh, Scottish or Northern				
		Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively				
A6	Registered office address o	"				
	Please give the registered office address of your company	Registered office address You must ensure that the address				
Building name/number	THIRD FLOOR	shown in this section is consistent with the situation indicated in				
Street	55 GOWER STREET	section A5				
		You must provide an address in England or Wales for companies to				
Post town	LONDON	be registered in England and Wales				
County/Region		You must provide an address in Wales, Scotland or Northern Ireland				
Postcode	W C 1 E 6 H Q	for companies to be registered in Wales, Scotland or Northern Ireland respectively				
A7	Articles of association o	u,				
	Please choose one option only and tick one box only	⑤ For details of which company type				
Option 1	I wish to adopt one of the following model articles in its entirety. Please tick	can adopt which model articles, please go to our website				
	only one box Private limited by shares	www companieshouse gov uk				
	Private limited by guarantee					
	Public company					
Option 2	I wish to adopt the following model articles with additional and/or amended provisions. I attach a copy of the additional and/or amended provision(s). Please tick only one box. Private limited by shares. Private limited by guarantee. Public company					
Option 3	I wish to adopt entirely bespoke articles I attach a copy of the bespoke articles to this application					
A8	Restricted company articles ®					
	Please tick the box below if the company's articles are restricted	◆ Restricted company articles Restricted company articles are those containing provision for entrenchment For more details, please go to our website www.companieshouse.gov.uk				

CHFP000 05/12 Version 5 0

Application to register a company

Part 2 Proposed officers

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section B1, For a corporate secretary, go to Section C1, For a director who is an individual, go to Section D1, For a corporate director, go to Section E1

Secretary

B1	Secretary appointments o	
	Please use this section to list all the secretary appointments taken on formation For a corporate secretary, complete Sections C1-C5	O Corporate appointments For corporate secretary appointments, please complete
Title*		section C1-C5 instead of section B
Full forename(s)		Additional appointments
Surname		If you wish to appoint more than one secretary, please use
Former name(s) •		the 'Secretary appointments' continuation page
		Pormer name(s) Please provide any previous names which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used for business purposes.
B2	Secretary's service address ⁰	
Building name/number		Service address This is the address that will appear
Street		on the public record This does not have to be your usual residential address
Post town		Please state 'The Company's Registered Office' if your service
County/Region		address will be recorded in the proposed company's register
Postcode		of secretaries as the company's registered office
Country		If you provide your residential address here it will appear on the public record
B3	Signature o	
	I consent to act as secretary of the proposed company named in Section A1	Signature The person named above consents
Signature	Signature	to act as secretary of the proposed company
	X	

CHFP000 05/12 Version 5 0

Application to register a company

Corporate secretary

C1	Corporate secretary appointments o	
-	Please use this section to list all the corporate secretary appointments taken on formation	Additional appointments If you wish to appoint more than one corporate secretary, please use the
Name of corporate body/firm	BLOOMSBURY COMPANY SECRETARIES LIMITED	'Corporate secretary appointments' continuation page
Building name/number	55	Registered or principal address This is the address that will appear
Street	GOWER STREET	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), DX number or
Post town	LONDON	LP (Legal Post in Scotland) number
County/Region		
Postcode	WC1E6HQ	
Country	UK	
C2	Location of the registry of the corporate body or firm	
	Is the corporate secretary registered within the European Economic Area (EEA)?	
	→ Yes Complete Section C3 only	
	→ No Complete Section C4 only	
C3	EEA companies ^②	
_	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA A full list of countries of the EEA can be found in our guidance
Where the company/	ENGLAND AND WALES	www companieshouse gov uk
firm is registered		OThis is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Registration number	06351591	
C4:	Non-EEA companies	
	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.	• Non-EEA Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number in that register
Governing law		
If applicable, where the company/firm is registered •		
Registration number		
C5	Signature 9	
	I consent to act as secretary of the proposed company named in Section A1	⊗ Signature
Signature	Signature X	
	For and on behalf of Bloomsbury Company Secretaries Hd	
	TOT and on tenant of the small	CHFP000 05/12 Version 5 0

Application to register a company

Director

D1	Director appointments •	
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	Appointments Private companies must appoint at least one director who is an
Title*	MR	individual Public companies must
Full forename(s)	DOMINIC	appoint at least two directors, one of which must be an individual
Surname	TRAYNOR	Please provide any previous names
Former name(s) •		which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used
Country/State of residence 3	UNITED KINGDOM	for business purposes.
Nationality	BRITISH	Country/State of residence This is in respect of your usual
Date of birth	d 1 d 1 m 0 m 6 y 1 y 9 y 7 y 6	residential address as stated in section D4
Business occupation (if any) •	SOLICITOR	OBusiness occupation If you have a business occupation, please enter here. If you do not, please leave blank
		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page
D2	Director's service address ⁶	
	Please complete the service address below You must also fill in the director's usual residential address in Section D4	Service address This is the address that will appear
Building name/number	THE COMPANY'S REGISTERED OFFICE	on the public record This does not have to be your usual residential
Street		address Please state 'The Company's Registered Office' if your service
Post town		 address will be recorded in the proposed company's register of
County/Region		 directors as the company's registered office
Postcode		If you provide your residential address here it will appear on the
Country		public record
D3	Signature ^O	
	I consent to act as director of the proposed company named in Section A1	O Signature The person named above consents
Signature	X D. Trayn	to act as director of the proposed

Director

D1	Director appointments •	
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	Appointments Private companies must appoint at least one director who is an
Title*		individual Public companies must appoint at least two directors, one of
Full forename(s)		which must be an individual Former name(s)
Surname Former name(s) ②		Please provide any previous names which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used
Country/State of residence Output Description:		for business purposes.
Nationality Date of birth	d (d m m y (y y y	Ocuntry/State of residence This is in respect of your usual residential address as stated in
Business occupation (if any) •		Section D4 Business occupation If you have a business occupation, please enter here If you do not, please leave blank Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page
D2	Director's service address®	
	Please complete the service address below You must also fill in the director's usual residential address in Section D4	Service address This is the address that will appear
Building name/number		on the public record This does not have to be your usual residential
Street		address Please state 'The Company's Registered Office' if your service address will be recorded in the
Post town		proposed company's register of
County/Region		directors as the company's registered office
Postcode		If you provide your residential address here it will appear on the
Country		public record
D3	Signature ^O	
	I consent to act as director of the proposed company named in Section A1	6 Signature The person named above consents
Signature	Signature X	to act as director of the proposed company

INO1

Application to register a company

Corporate director

se this section to list all the corporate directors taken on formation	Additional appointments If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page 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
	corporate director, please use the 'Corporate director appointments' continuation page Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the
	This is the address that will appear on the public record. This address must be a physical location for the
	on the public record This address must be a physical location for the
	a PO box number (unless contained within a full address), DX number or
	LP (Legal Post in Scotland) number
n of the registry of the corporate body or firm	
Yes Complete Section E3 only	
mpanies 💇	
	EEA A full list of countries of the EEA can be found in our guidance
	www.companieshouse.gov.uk
	This is the register mentioned in Article 3 of the First Company Law
	Directive (68/151/EEC)
A companies	
is governed. If applicable, please also give details of the register in which	Non-EEA 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
ire o	
t to act as director of the proposed company named in Section A1	O Signature
×	The person named above consents to act as corporate director of the proposed company
	ive details of the register where the company file is kept (including the state) and the registration number in that register A companies Ive details of the legal form of the corporate body or firm and the law by is governed. If applicable, please also give details of the register in which red (including the state) and its registration number in that register. In to act as director of the proposed company named in Section A1

	NO1 application to re	gister a company					
Part 3	Statement	of capital					
ſ	Does your compan	y have share capital?					
	→ Yes Con	nplete the sections belo					
		to Part 4 (Statement					
	<u> </u>	pound sterling (
Please complete the tall If all your issued capital	ble below to show I is in sterling, only	each class of shares he complete Section F1	ld in pound sterling and then go to Section F4				
Class of shares (E g Ordinary/Preference etc.))	Amount paid up on each share	Amount (if any) unpaid on each share •	Number of shar	es 🕖	Aggregate nominal value 9	
ORDINARY		£1	NIL	1		£ 1	
						£	
						£	
						£	
<u> </u>			Total	5 1		£ 1	
F2	Share capital II	n other currencies	5				
Currency Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share	Amount (if any) unpaid on each share •	Number of sha	res 0	Aggregate nominal value 9	
				<u> </u>			
<u> </u>			Total	5			
Currency	<u> </u>						
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share •	Amount (if any) unpaid on each share •	Number of sha	res 🛭	Aggregate nominal value	
				-			
			Total	s			
F3	Totals						
	Please give the total number of shares and total aggregate nominal value of issued share capital					Total aggregate nominal value Please list total aggregate values in	
Total number of shares	different currencies separately example £100 + €100 + \$10						
Total aggregate nominal value 🏻	£1 00						
• Including both the nomi share premium	nal value and any	Number of shares issue nominal value of each	n share Pl			pital continuation	
■ Total number of issued s	hares in this class		pa	ige if necessary			

F4	Statement of capital (Prescribed particulars of rights attached to shares)					
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2	O Prescribed particulars of rights attached to shares				
Class of share	Ordinary	a particulars of any voting rights,				
Class of share Prescribed particulars	<u> </u>	The particulars are				

Class of share Prescribed particulars •	● Prescribed particulars of rights attached to shares The particulars are a particulars of any voting rights, including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate
	in a distribution, c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares A separate table must be used for
	each class of share Continuation pages Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary
	1

Application to register a company

F5		
	•	
		-

Initial shareholdings

This section should only be completed by companies incorporating with share capital Please complete the details below for each subscriber

The addresses will appear on the public record These do not need to be the subscribers' usual residential address

Initial shareholdings

Please list the company's subscribers in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

subscribers			continuation page if necessary			
Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Dominic Traynor	Ordinary	One	Pound Sterling	£1 00	Nil	£1 00
Address						
Third Floor 55 Gower Street						
London WC1E 6HQ						
Name						[
Address						
is						
Name						
Address						[
Name						
Address						
Name						<u> </u>
				!]
Address						
<u> </u>			L		<u> </u>	<u> </u>

	Application to register a company	
Part 4	Statement of guarantee	<u> </u>
	Is your company limited by guarantee? → Yes Complete the sections below → No Go to Part 5 (Statement of compliance)	-
C1	Subscribers	<u> </u>
G1	Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person named below. I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for - payment of debts and liabilities of the company contracted before I cease to be a member, - payment of costs, charges and expenses of winding up, and, - adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below	Name Please use capital letters Address The addresses in this section will appear on the public record They do not have to be the subscribers' usual residential address Amount guaranteed Any valid currency is permitted Continuation pages Please use a 'Subscribers' continuation page if necessary
	Subscriber's details	-
Forename(s) •	Substitute 3 decails	
Surname •		-
Address @		-
Postcode		
Amount guaranteed 9		_
	Subscriber's details	_
Forename(s) •		_
Surname •		
Address ②		_
Postcode		
Amount guaranteed 9		_
	Subscriber's details	_
Forename(s) •		_
Surname •		_
Address •		- -
Postcode		
Amount quaranteed 9		-

CHFP000 05/12 Version 5 0

Forename(s) • Surname • Address • Please use capital letter • Address • The addresses in this seappear on the public record have to be the subsing residential address. • Amount guaranteed • Amount guaranteed • Subscriber's details Forename(s) • Surname • Address • Subscriber's details Forename(s) • Subscriber's details	ction will cord They do cribers' usua rmitted
Surrame • Address • Address • Address • Amount guaranteed • Amount guaranteed • Subscriber's details Forename(s) • Subscriber's details	cord They do cribers' usua rmitted s'
Address • Subscriber's details Forename(s) • Subscriber's details	cord They do cribers' usua rmitted s'
Amount guaranteed Subscriber's details Forename(s) Surname Subscriber's details Postcode Amount guaranteed Subscriber's details Subscriber's details Forename(s) Subscriber's details	s'
Subscriber's details Forename(s) Surname Address Postcode Amount guaranteed Subscriber's details Forename(s) Suname Address Subscriber's details Forename(s) Subscriber's details Forename(s) Subscriber's details	
Forename(s)	cessary
Surname • Address • Postcode Amount guaranteed • Subscriber's details Forename(s) • Surname • Address • Postcode Amount guaranteed • Subscriber's details Forename(s) • Subscriber's details Forename(s) • Subscriber's details	
Postcode Amount guaranteed Subscriber's details Forename(s) Suname Address Postcode Amount guaranteed Subscriber's details Forename(s) Output Subscriber's details	
Postcode Amount guaranteed Subscriber's details Forename(s) Address Postcode Amount guaranteed Subscriber's details Forename(s) Subscriber's details	
Subscriber's details Forename(s) Surname Address Postcode Amount guaranteed Subscriber's details Forename(s)	
Subscriber's details Forename(s) Address Postcode Amount guaranteed Subscriber's details Forename(s) Output Subscriber's details	
Subscriber's details Forename(s) Surname Address Postcode Amount guaranteed Subscriber's details Forename(s) O	
Forename(s) • Surname • Address • Postcode Amount guaranteed • Subscriber's details Forename(s) •	
Address Postcode Amount guaranteed Subscriber's details Forename(s) •	
Address Postcode Amount guaranteed Subscriber's details Forename(s) •	
Postcode Amount guaranteed Subscriber's details Forename(s) G	
Amount guaranteed Subscriber's details Forename(s) •	
Subscriber's details Forename(s) •	
Forename(s) •	
Surname •	
Address •	
Postcode	
Amount guaranteed Amount guaranteed	
Subscriber's details	
Forename(s) •	
Surname 0	
Address @	
Addition	
Postcode	
Amount guaranteed Amount guaranteed	

Part 5 Statement of compliance This section must be completed by all companies Is the application by an agent on behalf of all the subscribers? Go to Section H1 (Statement of compliance delivered by the subscribers) → Yes Go to Section H2 (Statement of compliance delivered by an agent) H1 Statement of compliance delivered by the subscribers • • Statement of compliance Please complete this section if the application is not delivered by an agent delivered by the subscribers for the subscribers of the memorandum of association Every subscriber to the memorandum of association must sign the statement of compliance I confirm that the requirements of the Companies Act 2006 as to registration have been complied with Subscriber's signature Signature X D. Traym X Subscriber's signature X X Signature Subscriber's signature X X Subscriber's signature X X Subscriber's signature X X Signature Subscriber's signature X X Subscriber's signature X X Subscriber's signature X X

	INO1 Application to register a company		
	Application to register a company		
ıbscriber's signature	_Signature	X	Continuation pages Please use a 'Statement of compliance delivered by the subscribers' continuation page if
Subscriber's signature	Signature X	×	more subscribers need to sign
Subscriber's signature	Signature	×	
Subscriber's signature	Signature	×	
12	Statement of compliance delivered by an agent		
	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association	[
gent's name			
uilding name/number			
treet		_	
Post town			
County/Region			
Postcode			

I confirm that the requirements of the Companies $\mathop{\rm Act}\nolimits$ 2006 as to registration have been complied with

Country

Agent's signature

Signature

X

Presenter information

1100011101			
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 Ronaldsons LLP			
Address 55 Gower Street			
Post town London			
County/Region			
W C TE TO HIL			
UK			
DX			
Telephone 020-7580 6075			
✓ Certificate			
We will send your certificate to the presenters address (shown above) or if indicated to another address shown below At the registered office address (Given in Section A6) At the agents address (Given in Section H2)			
✓ Checklist			
We may return forms completed incorrectly or with information missing			
Please make sure you have remembered the			
following You have checked that the proposed company name is			
You have checked that the proposed company name is available as well as the various rules that may affect			
your choice of name More information can be found			
in guidance on our website If the name of the company is the same as one			
already on the register as permitted by The Company			
and Business Names (Miscellaneous Provisions)			
Regulations 2008, please attach consent You have used the correct appointment sections			
☐ Any addresses given must be a physical location			
They cannot be a PO Box number (unless part of a			
full service address), DX or LP (Legal Post in Scotland)			
number The document has been signed, where indicated			
All relevant attachments have been included.			

Important information

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

£ How to pay

A fee is payable on this form

Make cheques or postal orders payable to 'Companies House' For information on fees, go to www.companieshouse.gov.uk

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

For companies registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland

The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in 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

Section 243 exemption

If you are applying for, or have been granted a section 243 exemption, 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 companieshouse gov uk or email enquiries@companieshouse gov uk

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

You have enclosed the correct fee

You have enclosed the Memorandum of Association

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

METALLUM PORTFOLIO 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

Names of subscriber

Authentication by subscriber

Dominic Traynor

For Dominic Traynor

D.Trayn

Dated 4th December 2014