

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **10587113**

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

MOUNT ANVIL (WESTERN GATEWAY HOLDCO 3) 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 **27th January 2017**



* N10587113D *



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **26/01/2017**

X5YWA9Z4

Company Name in full:

MOUNT ANVIL (WESTERN GATEWAY HOLDCO 3) LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**140 ALDERSGATE STREET
LONDON
ENGLAND EC1A 4HY**

Sic Codes:

41100

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **EWAN THOMAS**

Surname: **ANDERSON**

Service Address: **140 ALDERSGATE STREET
LONDON
ENGLAND EC1A 4HY**

*Country/State Usually
Resident:* **SCOTLAND**

Date of Birth: ****/08/1966** *Nationality:* **BRITISH**

Occupation: **FINANCE
DIRECTOR**

The subscribers confirm that the person named has consented to act as a director.

Company Director 2

Type: **Person**

Full Forename(s): **PETER ROBERT**

Surname: **BURSLEM**

Service Address: **140 ALDERSGATE STREET
LONDON
ENGLAND EC1A 4HY**

*Country/State Usually
Resident:* **ENGLAND**

Date of Birth: ****/05/1965** *Nationality:* **BRITISH**

Occupation: **OPERATIONS
DIRECTOR**

The subscribers confirm that the person named has consented to act as a director.

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	2
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	2
<i>Prescribed particulars</i>			

THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

<i>Class of Shares:</i>	ORDINARY- B	<i>Number allotted</i>	2
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	2
<i>Prescribed particulars</i>			

THE SHARES HAVE ATTACHED TO THEM, FULL DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION OR ANY RIGHTS TO VOTE.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	4
		<i>Total aggregate nominal value:</i>	4
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **KLONDIKE LLC**

Address **2711 CENTERVILLE RD
SUITE 400
WILMINGTON
DE
USA
19808**

Class of Shares: **ORDINARY-B**

Number of shares: **2**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **MOUNT ANVIL (JERSEY)
LIMITED**

Address **OGIER HOUSE THE
ESPLANADE
ST HELIER
JERSEY
JE4 9WG**

Class of Shares: **ORDINARY**

Number of shares: **2**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Persons with Significant Control (PSC)

Statement of initial significant control

On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company

Relevant Legal Entity (RLE) details

Company Name: **MOUNT ANVIL NEW HOLDINGS LIMITED**

Service Address: **140 ALDERSGATE STREET
LONDON
ENGLAND
EC1A 4HY**

Legal Form: **CORPORATE**

Governing Law: **UNITED KINGDOM (ENGLAND AND WALES)**

Register Location: **COMPANIES HOUSE**

Country/State: **ENGLAND AND WALES**

Registration Number: **07209710**

Nature of control

The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.

Statement of Compliance

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

memorandum delivered by an agent for the subscriber(s): **YES**

Agent's Name: **IAN WILLIAM SAUNDERS**

Agent's Address: **C/O WILDER COE LTD 233 - 237 OLD MARYLEBONE ROAD
LONDON
ENGLAND
NW1 5QT**

Authorisation

Authoriser Designation: **agent** *Authenticated* **YES**

Agent's Name: **IAN WILLIAM SAUNDERS**

Agent's Address: **C/O WILDER COE LTD 233 - 237 OLD MARYLEBONE ROAD
LONDON
ENGLAND
NW1 5QT**

COMPANY HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION OF

MOUNT ANVIL (WESTERN GATEWAY HOLDCO 3) 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 each.

Name of each subscriber

Authentication by each subscriber

Klondike LLC

Mount Anvil (Jersey) Limited

Dated: 26 January 2017