

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **10642494**

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

**ESKESSO LTD**

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 **28th February 2017**



\* N10642494H \*



Companies House



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



Companies House

**IN01**<sub>(ef)</sub>

**Application to register a company**



Received for filing in Electronic Format on the: **27/02/2017**

X615FWMY

*Company Name in full:*

**ESKESSO LTD**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**IDEA LONDON  
69 WILSON STREET  
LONDON  
UNITED KINGDOM EC2A 2BB**

*Sic Codes:*

**27510**

*I wish to entirely adopt the following model articles:*

**Private (Ltd by Shares)**

## *Proposed Officers*

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### *Company Director*      *1*

*Type:*                              **Person**

*Full Forename(s):*              **MR PEDRO**

*Surname:*                        **PORRAS**

*Former Names:*

*Service Address:*              **recorded as Company's registered office**

*Country/State Usually*        **SPAIN**

*Resident:*

*Date of Birth:*    **\*\*/04/1977**                              *Nationality:*      **SPANISH**

*Occupation:*      **DIRECTOR**

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

## *Company Director*      2

*Type:*                                      **Person**

*Full Forename(s):*                      **MR PABLO**

*Surname:*                                **PORRAS**

*Former Names:*

*Service Address:*                      **recorded as Company's registered office**

*Country/State Usually*                **SPAIN**

*Resident:*

*Date of Birth:*    **\*\*/04/1978**                                      *Nationality:*      **SPANISH**

*Occupation:*      **DIRECTOR**

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

## *Statement of Capital (Share Capital)*

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<i>Class of Shares:</i>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>100</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>100</b>
<i>Prescribed particulars</i>			

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

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### **Statement of Capital (Totals)**

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<i>Currency:</i>	<b>GBP</b>	<i>Total number of shares:</i>	<b>100</b>
		<i>Total aggregate nominal value:</i>	<b>100</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## *Initial Shareholdings*

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<i>Name:</i>	<b>ESKESSO SOCIEDAD LIMITADA</b>	<i>Class of Shares:</i>	<b>ORDINARY</b>
<i>Address</i>	<b>CALLE CONCEPCIÓN 5 GUADALCANAL SEVILLA SPAIN 41390</b>	<i>Number of shares:</i>	<b>100</b>
		<i>Currency:</i>	<b>GBP</b>
		<i>Nominal value of each share:</i>	<b>1</b>
		<i>Amount unpaid:</i>	<b>0</b>
		<i>Amount paid:</i>	<b>1</b>

## ***Persons with Significant Control (PSC)***

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### **Statement of initial significant control**

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**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**

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## ***Relevant Legal Entity (RLE) details***

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*Company Name:* **ESKESSO SOCIEDAD LIMITADA**

*Service Address:* **CALLE CONCEPCIÓN 5 GUADALCANAL  
SEVILLA  
SPAIN  
41390**

*Legal Form:* **PRIVATE LIMITED LIABILITY COMPANY**

*Governing Law:* **LAW NO 2/1995**

*Register Location:* **CENTRAL MERCANTILE REGISTER**

*Country/State:* **SPAIN**

*Registration Number:* **B90282773**



<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.
<i>Nature of control</i>	The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more of the voting rights in the company.

## ***Statement of Compliance***

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

*Name:* **ESKESSO SOCIEDAD LIMITADA**  
*Authenticated* **YES**

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## ***Authorisation***

*Authoriser Designation:* **subscriber** *Authenticated* **YES**

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# COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of ESKESSO LTD

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
Eskesso Sociedad Limitada	Authenticated Electronically

Dated: 27/02/2017