

FILE COPY



**CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY**

Company Number **11176597**

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

RIU MANAGEMENT (UK) 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 **30th January 2018**



* N11176597O *



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: **29/01/2018**

X6YO9FKQ

Company Name in full: **RIU MANAGEMENT (UK) LIMITED**

Company Type: **Private company limited by shares**

Situation of Registered Office: **England and Wales**

Proposed Registered Office Address: **51 CHARLTON CHURCH LANE
LONDON
UNITED KINGDOM SE7 7AE**

Sic Codes: **68320**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director 1

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>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<i>Prescribed particulars</i>			

**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>	100
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **RIU MANAGEMENT SA**

Address **GMG GROUP 23 RUE
FERDINAND HODLER
GENEVA
SWITZERLAND
SWITZERLAND
1207**

Class of Shares: **ORDINARY**

Number of shares: **100**

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: **RIU MANAGEMENT LIMITED**

Service Address: **GMG GROUP 23 RUE FERDINAND HODLER
GENEVA
SWITZERLAND
SWITZERLAND
1207**

Legal Form: **LIMITED COMPANY**

Governing Law: **BRITISH VIRGIN ISLANDS**

Register Location: **BVI**

Country/State: **BRITISH VIRGIN ISLANDS**

Registration Number: **1481357**

<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

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: **SANJAI DHAR**

Agent's Address: **9 ATHERSTONE MEWS
LONDON
ENGLAND
UNITED KINGDOM
SW7 5BX**

Authorisation

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

Agent's Name: **SANJAI DHAR**

Agent's Address: **9 ATHERSTONE MEWS
LONDON
ENGLAND
UNITED KINGDOM
SW7 5BX**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of RIU MANAGEMENT (UK) 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
RIU Management SA	Authenticated Electronically

Dated: 29/01/2018