

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11213702**

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

PANAGRO BENELUX NV 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 **19th February 2018**



* N112137024 *



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: **19/02/2018**

X70382XK

Company Name in full:

PANAGRO BENELUX NV LTD.

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**3. HARDMAN STREET
MANCHESTER
UNITED KINGDOM M3 3HF**

Sic Codes:

**41202
42130
41201
41100**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **DIPL.-ING. STEFFEN**

Surname: **KURZ**

Former Names:

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

Country/State Usually **GERMANY**

Resident:

Date of Birth: ****/10/1971** *Nationality:* **GERMAN**

Occupation: **TECHNICAL
DIRECTOR**

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

Company Director 2

Type: **Person**

Full Forename(s): **DIDIER**

Surname: **EGGERMONT**

Former Names:

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

Country/State Usually **BELGIUM**

Resident:

Date of Birth: ****/07/1968** *Nationality:* **BELGIAN**

Occupation: **FINANCIAL
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>	1000
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	3000000
<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>	1000
		<i>Total aggregate nominal value:</i>	3000000
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **ROYAL CONSTRUCT B.V.**

Address **62 WESTERLAAN
ROTTERDAM
NETHERLANDS**

Class of Shares: **ORDINARY**

Number of shares: **200**
Currency: **GBP**
Nominal value of each share: **3000**
Amount unpaid: **0**
Amount paid: **3000**

Name: **PANAGRO INVEST N.V.**

Address **84 UITBREIDINGSTRAAT
ANTWERPEN
BELGIUM
BELGIUM
2600**

Class of Shares: **ORDINARY**

Number of shares: **100**
Currency: **GBP**
Nominal value of each share: **3000**
Amount unpaid: **0**
Amount paid: **3000**

Name: **PANAGRO CONSTRUCTION
GROUP LTD**

Address **132 GREAT ANCOATS
STREET
MANCHESTER
UNITED KINGDOM
M4 6DE**

Class of Shares: **ORDINARY**

Number of shares: **600**
Currency: **GBP**
Nominal value of each share: **3000**
Amount unpaid: **0**
Amount paid: **3000**

Name: **PENEDER BAUELEMENTE
GMBH**

Address **9 RITZLING
ATZBACH
AUSTRIA
4904**

Class of Shares: **ORDINARY**

Number of shares: **100**
Currency: **GBP**
Nominal value of each share: **3000**
Amount unpaid: **0**
Amount paid: **3000**

Persons with Significant Control (PSC)

Statement of no PSC

The company knows or has reason to believe that there will be no registerable Person with Significant Control or Relevant Legal Entity (RLE) in relation to the company

Statement of Compliance

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

Name: **ROYAL CONSTRUCT B.V.**

Authenticated **YES**

Name: **PANAGRO INVEST N.V.**

Authenticated **YES**

Name: **PANAGRO CONSTRUCTION GROUP LTD**

Authenticated **YES**

Name: **PENEDER BAUELEMENTE GMBH**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of PANAGRO BENELUX NV 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
Royal Construct B.V.	Authenticated Electronically
Panagro Invest N.V.	Authenticated Electronically
PANAGRO CONSTRUCTION GROUP LTD	Authenticated Electronically
Peneder Bauelemente GmbH	Authenticated Electronically

Dated: 19/02/2018