

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11564982**

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

**HL EUROPE HOLDINGS 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 **12th September 2018**



\* N11564982N \*



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: 11/09/2018*

X7EAJ36W

*Company Name in full:*

**HL EUROPE HOLDINGS LIMITED**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**OFFICE 7 PANDORA HOUSE 41-45 LIND ROAD  
SUTTON  
UNITED KINGDOM SM1 4PP**

*Sic Codes:*

**64209**

*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):***        **MRS WENJING**

***Surname:***                **LI**

***Former Names:***

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

***Country/State Usually  
Resident:***                **UNITED KINGDOM**

***Date of Birth:***    **\*\*/06/1980**                      ***Nationality:***    **CHINESE**

***Occupation:***    **DIRECTOR**

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

***Company Director***      **2**

**Type:** Person

**Full Forename(s):** **MRS MAGGIE**

**Surname:** OTTO

**Former Names:**

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

**Country/State Usually Resident:** **UNITED KINGDOM**

*Date of Birth:* **\*\*/11/1979** *Nationality:* **BRITISH**

**Occupation:** DIRECTOR

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

***Company Director*** 3

**Type:** Person

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

**Surname:** **XU**

***Former Names:***

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

**Country/State Usually Resident:** **UNITED KINGDOM**

*Date of Birth:* **\*\*/05/1981** *Nationality:* **CHINESE**

**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>3000</b> |
| <i>Currency:</i>              | <b>GBP</b>      | <i>Aggregate nominal value:</i> | <b>3000</b> |
| <i>Prescribed particulars</i> |                 |                                 |             |

### **FULL RIGHTS REGARDING VOTING, PAYMENT OF 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>3000</b> |
|                  |            | <i>Total aggregate nominal value:</i> | <b>3000</b> |
|                  |            | <i>Total aggregate unpaid:</i>        | <b>0</b>    |

## ***Initial Shareholdings***

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*Name:*           **WENJING LI**

*Address*       **OFFICE 7 PANDORA HOUSE  
41-45 LIND ROAD  
SUTTON  
UNITED KINGDOM  
SM1 4PP**

*Class of Shares:*       **ORDINARY**

*Number of shares:*       **1000**

*Currency:*               **GBP**

*Nominal value of each  
share:*                   **1**

*Amount unpaid:*       **0**

*Amount paid:*           **1000**

*Name:*           **MAGGIE OTTO**

*Address*       **OFFICE 7 PANDORA HOUSE  
41-45 LIND ROAD  
SUTTON  
UNITED KINGDOM  
SM1 4PP**

*Class of Shares:*       **ORDINARY**

*Number of shares:*       **1000**

*Currency:*               **GBP**

*Nominal value of each  
share:*                   **1**

*Amount unpaid:*       **0**

*Amount paid:*           **1000**

*Name:*           **TAO XU**

*Address*       **OFFICE 7 PANDORA HOUSE  
41-45 LIND ROAD  
SUTTON  
UNITED KINGDOM  
SM1 4PP**

*Class of Shares:*       **ORDINARY**

*Number of shares:*       **1000**

*Currency:*               **GBP**

*Nominal value of each  
share:*                   **1**

*Amount unpaid:*       **0**

*Amount paid:*           **1000**

## ***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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## ***Individual Person with Significant Control details***

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***Names:*** **MRS WENJING LI**

***Country/State Usually Resident:*** **UNITED KINGDOM**

***Date of Birth:*** **\*\*/06/1980** ***Nationality:*** **CHINESE**

***Service address recorded as Company's registered office***

***The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.***



|                          |  |
|--------------------------|--|
| <i>Nature of control</i> | <b>The person holds, directly or indirectly, more than 25% but not more than 50 % of the voting rights in the company.</b> |
| <i>Nature of control</i> | <b>The person holds, directly or indirectly, more than 25% but not more than 50 % of the shares in the company.</b>        |

## ***Individual Person with Significant Control details***

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***Names:*** **MR TAO XU**

***Country/State Usually Resident:*** **UNITED KINGDOM**

***Date of Birth:*** **\*\*/05/1981** ***Nationality:*** **CHINESE**

***Service address recorded as Company's registered office***

***The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.***

|                          |  |
|--------------------------|--|
| <i>Nature of control</i> | <b>The person holds, directly or indirectly, more than 25% but not more than 50 % of the voting rights in the company.</b> |
| <i>Nature of control</i> | <b>The person holds, directly or indirectly, more than 25% but not more than 50 % of the shares in the company.</b>        |

## ***Individual Person with Significant Control details***

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***Names:*** **MRS MAGGIE OTTO**

***Country/State Usually Resident:*** **UNITED KINGDOM**

***Date of Birth:*** **\*\*/11/1979** ***Nationality:*** **BRITISH**

***Service address recorded as Company's registered office***

***The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.***

|                          |  |
|--------------------------|--|
| <i>Nature of control</i> | <b>The person holds, directly or indirectly, more than 25% but not more than 50 % of the voting rights in the company.</b> |
| <i>Nature of control</i> | <b>The person holds, directly or indirectly, more than 25% but not more than 50 % of the shares in the company.</b>        |

## ***Statement of Compliance***

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

*Name:* **WENJING LI**  
*Authenticated* **YES**  
*Name:* **MAGGIE OTTO**  
*Authenticated* **YES**  
*Name:* **TAO XU**  
*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 HL EUROPE HOLDINGS 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.

| <b>Name of each subscriber</b> | <b>Authentication</b>        |
|--------------------------------|------------------------------|
| Wenjing Li                     | Authenticated Electronically |
| Maggie Otto                    | Authenticated Electronically |
| Tao Xu                         | Authenticated Electronically |

Dated: 11/09/2018