

FILE COPY



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

Company Number **11771693**

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

PSC BIDCO 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 **16th January 2019**



* N11771693M *



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: **16/01/2019**

X7XA42U2

Company Name in full:

PSC BIDCO LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**11-12 HANOVER SQUARE
LONDON
LONDON
UNITED KINGDOM W1S 1JJ**

Sic Codes:

64205

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director ***1***

Type: **Person**

Full Forename(s): **MS LINDSEY**

Surname: **MCMURRAY**

Former Names:

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

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

Date of Birth: ****/01/1971** ***Nationality:*** **BRITISH**

Occupation: **ASSET
MANAGER**

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>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	0.01
<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>	1
		<i>Total aggregate nominal value:</i>	0.01
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **PSC NOMINEE 3 LIMITED**

Address **11-12 HANOVER SQUARE
LONDON
UNITED KINGDOM
W1S 1JJ**

Class of Shares: **ORDINARY**

Number of shares: **1**

Currency: **GBP**

Nominal value of each share: **0.01**

Amount unpaid: **0**

Amount paid: **0.01**

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: PSC NOMINEE 3 LIMITED

Service Address: 11-12 HANOVER SQUARE
LONDON
UNITED KINGDOM
W1S 1JJ

Legal Form: COMPANY LIMITED BY SHARES

Governing Law: COMPANIES ACT 2006

<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 to exercise, or actually exercises, significant influence or control over the activities of a firm that, under the law by which it is governed, is not a legal person, and the members of that firm (in their capacity as such) have the right to appoint or remove, directly or indirectly, a majority of the board of directors of the company.
<i>Nature of control</i>	The relevant legal entity has the right to exercise, or actually exercises, significant influence or control over the activities of a firm that, under the law by which it is governed, is not a legal person, and the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over 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: **YVES KRAYENBUHL**

Agent's Address: **11-12 HANOVER SQUARE
LONDON
UNITED KINGDOM
W1S 1JJ**

Authorisation

Authoriser Designation: **agent**

Authenticated **YES**

Agent's Name: **YVES KRAYENBUHL**

Agent's Address: **11-12 HANOVER SQUARE
LONDON
UNITED KINGDOM
W1S 1JJ**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of PSC BIDCO 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
PSC Nominee 3 Limited	Authenticated Electronically

Dated: 16/01/2019