

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11847598**

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

YORK ENERGY (UK) 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 **26th February 2019**



* N11847598U *



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: **25/02/2019**

X802KSZD

Company Name in full:

YORK ENERGY (UK) HOLDINGS LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**3RD FLOOR, CONDOR HOUSE 5-10 ST. PAUL'S
CHURCHYARD
LONDON
UNITED KINGDOM EC4M 8AL**

Sic Codes:

06200

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director ***1***

Type: **Person**

Full Forename(s): **THOMAS**

Surname: **REED**

Former Names:

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

Country/State Usually **UNITED STATES**

Resident:

Date of Birth: ****/11/1970**

Nationality: **AMERICAN**

Occupation: **DIRECTOR**

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

Company Director **2**

Type: **Person**

Full Forename(s): **JASON**

Surname: **SENIOR**

Former Names:

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

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

Date of Birth: ****/04/1976** *Nationality:* **AMERICAN**

Occupation: **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>	10
<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>	10
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **YORK ENERGY**

Address **C/O WALKERS
CORPORATE, CAYMAN
CORPORATE CENTRE 27
HOSPITAL ROAD
GEORGETOWN
GRAND CAYMAN KY1-9008
CAYMAN ISLANDS**

Class of Shares: **ORDINARY**

Number of shares: **1000**

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: YORK ENERGY

Service Address: C/O WALKERS CORPORATE LIMITED CAYMAN
CORPORATE CENTRE
27 HOSPITAL ROAD
GEORGE TOWN
GRAND CAYMAN KY1-9008
CAYMAN ISLANDS

Legal Form: PRIVATE COMPANY LIMITED BY SHARES

Governing Law: CAYMAN ISLANDS COMPANIES LAW

<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 trust, and the trustees of that trust (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 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: **MORGAN LEWIS & BOCKIUS**

Agent's Address: **CONDOR HOUSE 5-10 ST. PAUL'S CHURCHYARD
LONDON
UNITED KINGDOM
EC4M 8AL**

Authorisation

Authoriser Designation: **agent**

Authenticated **YES**

Agent's Name: **MORGAN LEWIS & BOCKIUS**

Agent's Address: **CONDOR HOUSE 5-10 ST. PAUL'S CHURCHYARD
LONDON
UNITED KINGDOM
EC4M 8AL**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of YORK ENERGY (UK) 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.

Name of each subscriber	Authentication
York Energy	Authenticated Electronically

Dated: 25/02/2019