

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number 11883369

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

**SOUTH QUAY 100 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 **14th March 2019**



\* N11883369Q \*



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: 14/03/2019*

*X816VKRD*

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| <i>Company Name in full:</i>               | <b>SOUTH QUAY 100 LIMITED</b>                                  |
| <i>Company Type:</i>                       | <b>Private company limited by shares</b>                       |
| <i>Situation of Registered Office:</i>     | <b>England and Wales</b>                                       |
| <i>Proposed Registered Office Address:</i> | <b>60 WELBECK STREET<br/>LONDON<br/>UNITED KINGDOM W1G 9XB</b> |
| <i>Sic Codes:</i>                          | <b>68100</b>   |

*I wish to entirely adopt the following model articles:*

**Private (Ltd by Shares)**

***Company Director***      ***1***

**Type:** Person

**Full Forename(s):** GUY DAVID

**Surname:** **BARUCH**

**Service Address:** **60 WELBECK STREET**  
**LONDON**  
**UNITED KINGDOM W1G 9XB**

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

*Date of Birth:* **\*\*/08/1969** *Nationality:* **BRITISH**

**Occupation:** COMPANY 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>1</b> |
| <i>Currency:</i>              | <b>GBP</b>      | <i>Aggregate nominal value:</i> | <b>1</b> |
| <i>Prescribed particulars</i> |                 |                                 |          |

**ORDINARY SHARES HAVE FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND CAPITAL 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>1</b> |
|                  |            | <i>Total aggregate nominal value:</i> | <b>1</b> |
|                  |            | <i>Total aggregate unpaid:</i>        | <b>0</b> |

## ***Initial Shareholdings***

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|                |   |   |                 |
|----------------|---|---|-----------------|
| <i>Name:</i>   | <b>PALIDO ENTERPRISES<br/>LIMITED</b>   | <i>Class of Shares:</i>                 | <b>ORDINARY</b> |
| <i>Address</i> | <b>ARTEMIS &amp; NIKOS<br/>DEMETRIOU 54B SCANNER<br/>AVENUE TOWER<br/>FLOOR 4<br/>LARNACA<br/>CYPRUS<br/>6027</b> | <i>Number of shares:</i>                | <b>1</b>        |
|                |   | <i>Currency:</i>                        | <b>GBP</b>      |
|                |   | <i>Nominal value of each<br/>share:</i> | <b>1</b>        |
|                |   | <i>Amount unpaid:</i>                   | <b>0</b>        |
|                |   | <i>Amount paid:</i>                     | <b>1</b>        |

## ***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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## ***Relevant Legal Entity (RLE) details***

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***Company Name:*** AROUNDTOWN S.A

***Service Address:*** PO BOX L1251 1 AVENUE DU BOIS  
LUXEMBOURG  
LUXEMBOURG

***Legal Form:*** BYSHR

***Governing Law:*** LUXEMBOURG

***Register Location:*** LUXEMBOURG

***Country/State:*** LUXEMBOURG

***Registration Number:*** B217868

***Nature of control***

**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.**



## ***Statement of Compliance***

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*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:*                      **LONDON REGISTRARS LTD**

*Agent's Address:*                      **SUITE A 6 HONDURAS STREET  
LONDON  
UNITED KINGDOM  
EC1Y 0TH**

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## ***Authorisation***

*Authoriser Designation:*   **agent**

*Authenticated*   **YES**

*Agent's Name:*                      **LONDON REGISTRARS LTD**

*Agent's Address:*                      **SUITE A 6 HONDURAS STREET  
LONDON  
UNITED KINGDOM  
EC1Y 0TH**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of SOUTH QUAY 100 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 each

Name of each subscriber

Palido Enterprises Limited

Dated 14 March 2019