

FILE COPY



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

Company Number **11940686**

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

NUMENOR CAPITAL 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 **11th April 2019**



* N11940686M *



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: 10/04/2019

X83435TC

<i>Company Name in full:</i>	NUMENOR CAPITAL LIMITED
<i>Company Type:</i>	Private company limited by shares
<i>Situation of Registered Office:</i>	England and Wales
<i>Proposed Registered Office Address:</i>	5TH FLOOR 86 JERMYN STREET LONDON ENGLAND SW1Y 6AW
<i>Sic Codes:</i>	64209

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary 1

Type: Corporate
Name: ASHDOWN SECRETARIES LIMITED
Principal / Business Address: 5TH FLOOR 86 JERMYN STREET
LONDON
ENGLAND SW1Y 6AW

European Economic Area (EEA) Company

Register Location: UK
Registration Number: 4322514

The subscribers confirm that the corporate body named has consented to act as a secretary.

Company Director ***1***

Type: Person

Full Forename(s): **MR. ANDREA**

Surname: LAURINO

Former Names:

Service Address: recorded as Company's registered office

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

Date of Birth: ****/12/1980** *Nationality:* **ITALIAN**

Occupation: COMPANY
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>	1000
<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>	1000
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **RUI MARANHAS ALVES DA
LUZ SALES**

Class of Shares: **ORDINARY**

Address **5TH FLOOR 86 JERMYN
STREET
LONDON
ENGLAND
SW1Y 6AW**

Number of shares: **500**
Currency: **GBP**
Nominal value of each share: **1**
Amount unpaid: **0**
Amount paid: **1**

Name: **RICARDO NUNO CONDE
MARGALHO**

Class of Shares: **ORDINARY**

Address **5TH FLOOR 86 JERMYN
STREET
LONDON
ENGLAND
SW1Y 6AW**

Number of shares: **500**
Currency: **GBP**
Nominal value of each share: **1**
Amount unpaid: **0**
Amount paid: **1**

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

Individual Person with Significant Control details

Names: **MR. RUI MARANHAS ALVES LUZ SALES**

Country/State Usually Resident: **PORTUGAL**

Date of Birth: ****/06/1987** ***Nationality:*** **PORTUGUESE**

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

Individual Person with Significant Control details

Names: **MR. RICARDO NUNO CONDE MARGALHO**

Country/State Usually Resident: **PORTUGAL**

Date of Birth: ****/10/1989** ***Nationality:*** **PORTUGUESE**

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

Name: **RUI MARANHAS ALVES DA LUZ SALES**
Authenticated **YES**
Name: **RICARDO NUNO CONDE MARGALHO**
Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber** *Authenticated* **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of NUMENOR CAPITAL 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
RUI MARANHAS ALVES DA LUZ SALES	Authenticated Electronically
RICARDO NUNO CONDE MARGALHO	Authenticated Electronically

Dated: 10/04/2019