

FILE COPY



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

Company Number 12002808

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

TOG 5 (FRANCE) 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 **17th May 2019**



* N120028088 *



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: 17/05/2019

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<i>Company Name in full:</i>	TOG 5 (FRANCE) 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>	35 GREAT ST. HELEN'S LONDON UNITED KINGDOM EC3A 6AP
<i>Sic Codes:</i>	64209

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary 1

Type: **Person**

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

Surname: **GRABINER**

Service Address: **THE SMITHS BUILDING 179-185 GREAT PORTLAND STREET
LONDON
UNITED KINGDOM W1W 5PL**

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

Type:	Person		
Full Forename(s):	MR CHARLES RICHARD		
Surname:	GREEN		
Service Address:	THE SMITHS BUILDING 179-185 GREAT PORTLAND STREET LONDON UNITED KINGDOM W1W 5PL		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/07/1970	Nationality:	BRITISH
Occupation:	CEO		

Type:	Person		
Full Forename(s):	MR MATTHEW ALLAN		
Surname:	GREEN		
Former Names:	MR MATHEW ALLAN GREEN		
Service Address:	THE SMITHS BUILDING 179-185 GREAT PORTLAND STREET LONDON UNITED KINGDOM W1W 5PL		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/08/1982	Nationality:	BRITISH
Occupation:	CFO		

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>	1
<i>Prescribed particulars</i>			

THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	1
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **TOG 4 LIMITED**

Address **35 GREAT ST. HELEN'S
LONDON
UNITED KINGDOM
EC3A 6AP**

Class of Shares: **ORDINARY**

Number of shares: **1**

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

Relevant Legal Entity (RLE) details

Company Name: TOG 4 LIMITED

Service Address: 35 GREAT ST. HELEN'S
LONDON
UNITED KINGDOM
EC3A 6AP

Legal Form: LIMITED BY SHARES

Governing Law: UNITED KINGDOM (ENGLAND AND WALES)

Register Location: COMPANIES HOUSE

Country/State: ENGLAND AND WALES

Registration Number: 11123480

<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 holds, directly or indirectly, 75% or more of the voting rights in the company.
<i>Nature of control</i>	The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

Statement of Compliance

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

Name: **TOG 4 LIMITED**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION OF

TOG 5 (FRANCE) 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

Authentication by each subscriber

TOG 4 LIMITED

Dated: 17 May 2019