

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **12124403**

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

IMF BENTHAM ROW SPV 1 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 July 2019**



* N121244034 *



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: 26/07/2019

X8AJ45EG

Company Name in full: **IMF BENTHAM ROW SPV 1 LIMITED**

Company Type: **Private company limited by shares**

Situation of Registered Office: **England and Wales**

Proposed Registered Office Address: **SUITE 212 81 CHANCERY LANE
LONDON
UNITED KINGDOM WC2A 1DD**

Sic Codes: **66300**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Proposed Officers

Company Secretary 1

Type: Corporate
Name: ONE ADVISORY LIMITED
Principal / Business Address: 201 TEMPLE CHAMBERS 3-7 TEMPLE AVENUE
LONDON
UNITED KINGDOM EC4Y 0DT

European Economic Area (EEA) Company

Register Location: UNITED KINGDOM
Registration Number: 05226417

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

Company Director ***1***

Type: Person

Full Forename(s): MR ANDREW JOHN

Surname: **SAKER**

Former Names:

Service Address: recorded as Company's registered office

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: ****/10/1969** *Nationality:* **AUSTRALIAN**

Occupation: DIRECTOR

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

Company Director **2**

Type: **Person**

Full Forename(s): MR JEREMY THOMAS

Surname: **SAMBROOK**

Former Names:

Service Address: **IMF BENTHAM LIMITED LEVEL 6**
37 ST GEORGES TERRACE
PERTH
AUSTRALIA

Country/State Usually Resident: **AUSTRALIA**

Date of Birth: ****/09/1976** *Nationality:* **AUSTRALIAN**

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>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<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>	100
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **IMF BENTHAM (FUND 2)
PTY LTD**

Class of Shares: **ORDINARY**

Address **LEVEL 18 68 PITT STREET
SYDNEY
NSW
AUSTRALIA
2000**

Number of shares: **75**

Currency: **GBP**

*Nominal value of each
share:* **1**

Amount unpaid: **0**

Amount paid: **75**

Name: **IMF BENTHAM (FUND 3)
PTY LTD**

Class of Shares: **ORDINARY**

Address **LEVEL 18 68 PITT STREET
SYDNEY
NSW
AUSTRALIA
2000**

Number of shares: **25**

Currency: **GBP**

*Nominal value of each
share:* **1**

Amount unpaid: **0**

Amount paid: **25**

Persons with Significant Control (PSC)

Statement of no PSC

The company knows or has reason to believe that there will be no registerable Person with Significant Control or Relevant Legal Entity (RLE) in relation to 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: **ONE ADVISORY LIMITED**

Agent's Address: **201 TEMPLE CHAMBERS 3-7 TEMPLE AVENUE
LONDON
UNITED KINGDOM
EC4Y 0DT**

Authorisation

Authoriser Designation: **agent** *Authenticated* **YES**

Agent's Name: **ONE ADVISORY LIMITED**

Agent's Address: **201 TEMPLE CHAMBERS 3-7 TEMPLE AVENUE
LONDON
UNITED KINGDOM
EC4Y 0DT**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of IMF BENTHAM ROW SPV 1 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
IMF Bentham (Fund 2) Pty Ltd	Authenticated Electronically
IMF Bentham (Fund 3) Pty Ltd	Authenticated Electronically

Dated: 26/07/2019