

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **12525133**

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

**RED MANGROVE UK LTD**

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 **18th March 2020**



\* N125251339 \*



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: **18/03/2020**

X9135054

*Company Name in full:*

**RED MANGROVE UK LTD**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**5TH FLOOR NORTH SIDE, 7/10 CHANDOS STREET  
CAVENDISH SQUARE  
LONDON  
UNITED KINGDOM W1G 9DQ**

*Sic Codes:*

**46380**

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

**Private (Ltd by Shares)**

## ***Proposed Officers***

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### ***Company Secretary 1***

**Type:** Corporate

**Name:** LEA SECRETARIES LIMITED

**Principal / Business Address:** 5TH FLOOR NORTH SIDE, 7/10 CHANDOS STREET  
CAVENDISH SQUARE  
LONDON  
UNITED KINGDOM W1G 9DQ

### ***European Economic Area (EEA) Company***

**Register Location:** UNITED KINGDOM

**Registration Number:** 04479644

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

## ***Company Director***      ***1***

***Type:***                      **Person**

***Full Forename(s):***        **VINCENZO**

***Surname:***                **CIRILLO**

***Service Address:***        **5TH FLOOR NORTH SIDE, 7/10 CHANDOS STREET  
CAVENDISH SQUARE  
LONDON  
UNITED KINGDOM W1G 9DQ**

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

***Date of Birth:***    **\*\*/07/1973**                      ***Nationality:***    **ITALIAN**

***Occupation:***    **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>1000</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>1000</b>
<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.**

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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>1000</b>
		<i>Total aggregate nominal value:</i>	<b>1000</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## ***Initial Shareholdings***

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*Name:* **RED MANGROVE, S.L.**

*Address* **ANTONIO BAENA GOMEZ, 2  
2 IZ  
MALAGA  
SPAIN  
29005**

*Class of Shares:* **ORDINARY**

*Number of shares:* **1000**

*Currency:* **GBP**

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

*Amount unpaid:* **0**

*Amount paid:* **1**

## ***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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## ***Individual Person with Significant Control details***

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***Names:*** **OCTAVIO GARCIA TERRONES**

***Country/State Usually Resident:*** **SPAIN**

***Date of Birth:*** **\*\*/09/1979** ***Nationality:*** **SPANISH**

***Service Address:*** **ANTONIO BAENA GOMEZ, 2 2 IZ  
MALAGA  
SPAIN  
29005**

***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.***



*Nature of control*

**The person has the right to exercise, or actually exercises, 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.*

*Name:* **RED MANGROVE, S.L.**  
*Authenticated* **YES**

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## ***Authorisation***

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

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**COMPANY HAVING A SHARE CAPITAL**

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**MEMORANDUM OF ASSOCIATION OF**

**Red Mangrove UK LTD**

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.

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Name of each subscriber

Authentication by each subscriber

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Red Mangrove, S.L.

Dated: 17 March 2020