

FILE COPY



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

Company Number **12809378**

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

CLS UK PROPERTY FINANCE 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 **12th August 2020**



* N12809378P *



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: **07/08/2020**

X9AY416Y

Company Name in full: **CLS UK PROPERTY FINANCE LIMITED**

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

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

Proposed Registered Office Address: **16 TINWORTH STREET
LONDON
ENGLAND SE11 5AL**

Sic Codes: **68209**

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

Proposed Officers

Company Secretary 1

Type: **Person**

Full Forename(s): **MR DAVID FRANCIS**

Surname: **FULLER**

Former Names:

Service Address: **recorded as Company's registered office**

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

Company Director ***1***

Type:	Person
Full Forename(s):	MR FREDRIK JONAS
Surname:	WIDLUND
Former Names:	
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	ENGLAND

Date of Birth: ****/03/1968** *Nationality:* **SWEDISH**

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 ANDREW MICHAEL DAVID
Surname:	KIRKMAN
Former Names:	
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	ENGLAND

Date of Birth: ****/07/1972** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

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

Company Director 3

Type:	Person		
Full Forename(s):	MR ALAIN GUSTAVE PAUL		
Surname:	MILLET		
Former Names:			
Service Address:	recorded as Company's registered office		
Country/State Usually Resident:	ENGLAND		
Date of Birth:	**/01/1968	Nationality:	FRENCH
Occupation:	DIRECTOR		

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

Company Director 4

Type:	Person		
Full Forename(s):	MR SIMON LABORDA		
Surname:	WIGZELL		
Former Names:			
Service Address:	recorded as Company's registered office		
Country/State Usually Resident:	ENGLAND		
Date of Birth:	**/06/1968	Nationality:	ENGLISH
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>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<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>	1
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **CLS HOLDINGS PLC**

Address **16 TINWORTH STREET
LONDON
ENGLAND
SE11 5AL**

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: CLS HOLDINGS PLC

Service Address: 16 TINWORTH STREET
LONDON
ENGLAND
SE11 5AL

Legal Form: PUBLIC LIMITED COMPANY

Governing Law: COMPANIES ACT 2006

<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 has the right to exercise, or actually exercises, significant influence or control over the activities of a trust, and the trustees of that trust (in their capacity as such) have the right to appoint or remove, directly or indirectly, a majority of the board of directors of 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.

Statement of Compliance

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

Name: **CLS HOLDINGS PLC**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of CLS UK PROPERTY FINANCE 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
CLS HOLDINGS PLC	Authenticated Electronically

Dated: 07/08/2020