

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **12859339**

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

GB NEWS 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 **4th September 2020**



* N12859339R *



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: **04/09/2020**

X9CUL07V

Company Name in full:

GB NEWS LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**C/O BROWN RUDNICK LLP 8 CLIFFORD STREET
LONDON
UNITED KINGDOM W1S 2LQ**

Sic Codes:

60200

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director ***1***

Type: **Person**

Full Forename(s): **ANDREW**

Surname: **COLE**

Former Names:

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

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

Date of Birth: ****/10/1966** ***Nationality:*** **BRITISH,AMERICAN**

Occupation: **CHIEF
EXECUTIVE**

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

Company Director 2

Type: **Person**

Full Forename(s): **MARK**

Surname: **SCHNEIDER**

Former Names:

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

*Country/State Usually
Resident:* **ENGLAND**

Date of Birth: ****/07/1955** *Nationality:* **BRITISH,AMERICAN**

Occupation: **BUSINESS
CONSULTANT**

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>			

FULL RIGHTS REGARDING VOTING, PAYMENT OF 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: **ALL PERSPECTIVES LTD**

Address **C/O BROWN RUDNICK LLP
8 CLIFFORD STREET
LONDON
UNITED KINGDOM
W1S 2LQ**

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: ALL PERSPECTIVES LTD

Service Address: C/O BROWN RUDNICK LLP 8 CLIFFORD STREET
LONDON
UNITED KINGDOM
W1S 2LQ

Legal Form: PRIVATE COMPANY LIMITED BY SHARES

Governing Law: COMPANIES ACT 2006

Register Location: UK REGISTER OF COMPANIES

Country/State: UNITED KINGDOM

Registration Number: 12227760

<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 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, 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.

memorandum delivered by an agent for the subscriber(s): **YES**

Agent's Name: **BROWN RUDNICK LLP**

Agent's Address: **8 CLIFFORD STREET
LONDON
ENGLAND
W1S 2LQ**

Authorisation

Authoriser Designation: **agent**

Authenticated **YES**

Agent's Name: **BROWN RUDNICK LLP**

Agent's Address: **8 CLIFFORD STREET
LONDON
ENGLAND
W1S 2LQ**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of GB NEWS 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
ALL PERSPECTIVES LTD	Authenticated Electronically

Dated: 04/09/2020