

FILE COPY



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

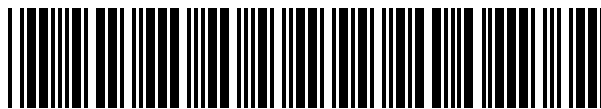
Company Number **13318162**

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

O TERRACE 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 **7th April 2021**



N13318162C



Companies House



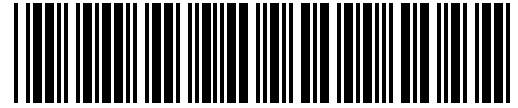
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **06/04/2021**

XA1TL9K2

Company Name in full:

O TERRACE LTD

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**RURAL ENTERPRISE CENTRE VINCENT CAREY ROAD
ROTHERWAS INDUSTRIAL ESTATE
HEREFORD
UNITED KINGDOM HR2 6FE**

Sic Codes:

98000

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director *1*

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> | 0.01 |
| <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> | 0.01 |
| | | <i>Total aggregate unpaid:</i> | 0 |

Initial Shareholdings

Name: **SG CAPITAL PARTNERS
LLP**

Address **843 FINCHLEY ROAD
LONDON
ENGLAND
NW11 8NA**

Class of Shares: **ORDINARY**

Number of shares: **1**

Currency: **GBP**

*Nominal value of each
share:* **0.01**

Amount unpaid: **0**

Amount paid: **0.01**

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: **SG CAPITAL PARTNERS LLP**

Service Address: **843 FINCHLEY ROAD
LONDON
ENGLAND
NW11 8NA**

Legal Form: **LIMITED LIABILITY PARTNERSHIP**

Governing Law: **LIMITED LIABILITY PARTNERSHIPS ACT 2000**

Register Location: **UK REGISTER OF COMPANIES**

Country/State: **UNITED KINGDOM**

Registration Number: **OC340616**

| | |
|--------------------------|---|
| <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.

Name: **SG CAPITAL PARTNERS LLP**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of O TERRACE 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.

| Name of each subscriber | Authentication |
|-------------------------|------------------------------|
| SG CAPITAL PARTNERS LLP | Authenticated Electronically |

Dated: 06/04/2021