

FILE COPY



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

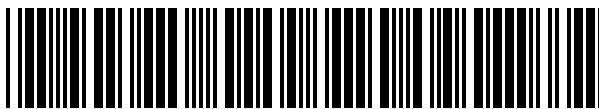
Company Number **13497524**

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

TOG GH HOLDCO 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 **6th July 2021**



N13497524M



Companies House



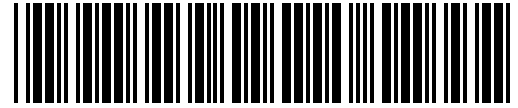
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **05/07/2021**

XA840E4A

Company Name in full: **TOG GH HOLDCO LIMITED**

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

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

Proposed Registered Office Address: **12 ST. JAMES'S SQUARE
LONDON
ENGLAND SW1Y 4LB**

Sic Codes: **68209**

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

Company Director *1*

Company Director 2

Type:	Person
Full Forename(s):	MR OLIVER ANDREW EDWARD
Surname:	OLSEN
Former Names:	
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	ENGLAND

Date of Birth: ****/02/1973** *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 CHARLES RICHARD
Surname:	GREEN
Former Names:	
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	ENGLAND

Date of Birth: ****/07/1970** *Nationality:* **BRITISH**
Occupation: **CHIEF EXECUTIVE OFFICER**

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

Company Director 4

Type: **Person**

Full Forename(s): **MR MATTHEW ALLAN**

Surname: **GREEN**

Former Names:

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

Country/State Usually **ENGLAND**

Resident:

Date of Birth: ****/08/1982** *Nationality:* **BRITISH**

Occupation: **CHIEF FINANCIAL OFFICER**

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: **CHEETAH BIDCO LIMITED**

Address **1 BARTHOLOMEW LANE
LONDON
ENGLAND
EC2N 2AX**

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: **CHEETAH BIDCO LIMITED**

Service Address: **1 BARTHOLOMEW LANE
LONDON
ENGLAND
EC2N 2AX**

Legal Form: **PRIVATE COMPANY LIMITED BY SHARES**

Governing Law: **COMPANIES ACT 2006**

Register Location: **UK REGISTER OF COMPANIES**

Country/State: **UNITED KINGDOM**

Registration Number: **10819465**

<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: **REVANTAGE GLOBAL SERVICES UK LTD**

Agent's Address: **12 ST. JAMES'S SQUARE
LONDON
ENGLAND
SW1Y 4LB**

Authorisation

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

Agent's Name: **REVANTAGE GLOBAL SERVICES UK LTD**

Agent's Address: **12 ST. JAMES'S SQUARE
LONDON
ENGLAND
SW1Y 4LB**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of TOG GH HOLDCO 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
CHEETAH BIDCO LIMITED	Authenticated Electronically

Dated: 05/07/2021