

FILE COPY



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

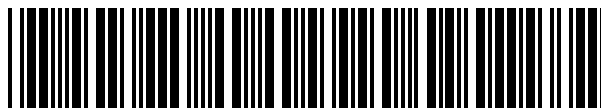
Company Number **13668544**

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

ARMAJARO CLEAN ENERGY 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 **8th October 2021**



N13668544O



Companies House



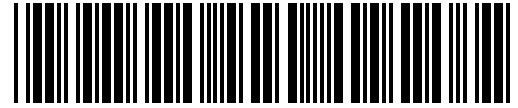
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **07/10/2021**

XAEN5QLE

Company Name in full: **ARMAJARO CLEAN ENERGY LIMITED**

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

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

Proposed Registered Office Address: **51-52 FRITH STREET
LONDON
UNITED KINGDOM W1D 4SH**

Sic Codes: **27900**

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

Proposed Officers

Company Director 1

Type: **Person**
Full Forename(s): **MR ANTHONY RICHARD BANGOR**
Surname: **WARD**
Service Address: **recorded as Company's registered office**
Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/05/1960** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

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

Company Director 2

Type: **Person**
Full Forename(s): **MR ARCHIE ERSKINE**
Surname: **WARD**
Service Address: **recorded as Company's registered office**
Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/05/1990** *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 MAXIMILLIAN RICHARD PETTY**
Surname: **WARD**
Service Address: **recorded as Company's registered office**
Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/06/1992** *Nationality:* **BRITISH**
Occupation: **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>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<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.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **ARMAJARO HOLDINGS
LIMITED**

Address **51-52 FRITH STREET
LONDON
UNITED KINGDOM
W1D 4SH**

Class of Shares: **ORDINARY**

Number of shares: **100**

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: **ARMAJARO HOLDINGS LIMITED**

Service Address: **51-52 FRITH STREET
LONDON
UNITED KINGDOM
W1D 4SH**

Legal Form: **LIMITED BY SHARES**

Governing Law: **UNITED KINGDOM (ENGLAND & WALES)**

Register Location: **COMPANIES HOUSE**

Country/State: **ENGLAND**

Registration Number: **03575908**

<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 holds, directly or indirectly, 75% or more of the voting rights 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: **PRICE BAILEY LLP**

Agent's Address: **CAUSEWAY HOUSE 1 DANE STREET
BISHOP'S STORTFORD
HERTFORDSHIRE
ENGLAND
CM23 3BT**

Authorisation

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

Agent's Name: **PRICE BAILEY LLP**

Agent's Address: **CAUSEWAY HOUSE 1 DANE STREET
BISHOP'S STORTFORD
HERTFORDSHIRE
ENGLAND
CM23 3BT**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of ARMAJARO CLEAN ENERGY 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
ARMAJARO HOLDINGS LIMITED	Authenticated Electronically

Dated: 07/10/2021