

FILE COPY



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

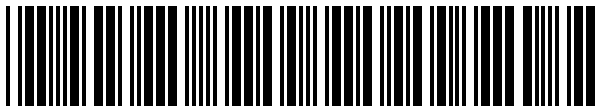
Company Number **13797297**

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

AMBER REI HOLDINGS INVESTMENTS (NO 1) 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 **13th December 2021**



N13797297W



Companies House



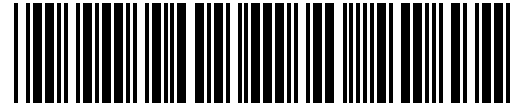
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **10/12/2021**

XAJIM3NK

Company Name in full: **AMBER REI HOLDINGS INVESTMENTS (NO 1) LIMITED**

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

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

Proposed Registered Office Address: **2ND FLOOR COLMORE COURT
9 COLMORE ROW
BIRMINGHAM
ENGLAND B3 2BJ**

Sic Codes: **10890**

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> | 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: **AMBER REI HOLDINGS
LIMITED**

Class of Shares: **ORDINARY**

Address **2ND FLOOR COLMORE
COURT
9 COLMORE ROW
BIRMINGHAM
ENGLAND
B3 2BJ**

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: **AMBER REI HOLDINGS LIMITED**

Service Address: **2ND FLOOR COLMORE COURT
9 COLMORE ROW
BIRMINGHAM
ENGLAND
B3 2BJ**

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

Governing Law: **COMPANIES ACT 2006**

Register Location: **UK REGISTER OF COMPANIES**

Country/State: **UNITED KINGDOM**

Registration Number: **07191982**

| | |
|--------------------------|---|
| <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: **ROBERT RAFFERTY**

Agent's Address: **2ND FLOOR COLMORE COURT
9 COLMORE ROW
BIRMINGHAM
ENGLAND
B3 2BJ**

Authorisation

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

Agent's Name: **ROBERT RAFFERTY**

Agent's Address: **2ND FLOOR COLMORE COURT
9 COLMORE ROW
BIRMINGHAM
ENGLAND
B3 2BJ**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of

AMBER REI HOLDINGS INVESTMENTS (NO 1) 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 |
|----------------------------|------------------------------|
| AMBER REI HOLDINGS LIMITED | Authenticated Electronically |

Dated: 10/12/2021