

**FILE COPY**



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

Company Number **13827257**

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

**UMBRA NOMINEE 3 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 January 2022**



\*N13827257M\*



**Companies House**



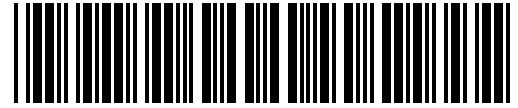
**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**



Companies House

**IN01**<sub>(ef)</sub>

**Application to register a company**



Received for filing in Electronic Format on the: **31/12/2021**

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*Company Name in full:*

**UMBRA NOMINEE 3 LIMITED**

*Company Type:*

**Private company limited by shares**

*Situation of Registered Office:*

**England and Wales**

*Proposed Registered Office Address:*

**THE WELLSPRINGS BRIGHTWELL-CUM-SOTWELL  
OXFORD  
ENGLAND OX10 0RN**

*Sic Codes:*

**64205**

*I wish to entirely adopt the following model articles:*

**Private (Ltd by Shares)**

## ***Proposed Officers***

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*Company Director*      *1*

*Type:*                      **Person**

*Full Forename(s):*        **MR GUSTAVO**

*Surname:*                **DIQUEZ**

*Service Address:*        **THE WELLSPRINGS, THE WELLSPRINGS WELLSPRINGS  
WALLINGFORD  
ENGLAND OX10 0RN**

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

*Date of Birth:*      **\*\*/06/1982**                      *Nationality:*      **BRITISH**

*Occupation:*      **FINANCIER**

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

*Company Director* 2

*Type:* **Person**

*Full Forename(s):* **MR MARK PATRICK**

*Surname:* **GALLAGHER**

*Service Address:* **THE WELLSPRINGS, THE WELLSPRINGS WELLSPRINGS  
WALLINGFORD  
ENGLAND OX10 0RN**

Country/State Usually Resident: **ENGLAND**

*Date of Birth:*    **\*\*/03/1971**                      *Nationality:*        **IRISH**

*Occupation:* **FINANCIER**

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

## ***Statement of Capital (Share Capital)***

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<i>Class of Shares:</i>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>1</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>1</b>
<i>Prescribed particulars</i>			

**ORDINARY SHARES HAVE FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS.**

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### **Statement of Capital (Totals)**

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<i>Currency:</i>	<b>GBP</b>	<i>Total number of shares:</i>	<b>1</b>
		<i>Total aggregate nominal value:</i>	<b>1</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## ***Initial Shareholdings***

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*Name:* **HIGHLINE VENTURES  
LIMITED**

*Class of Shares:* **ORDINARY**

*Address* **28 ESPLANADE, ST HELIER,  
JERSEY  
JERSEY  
JE2 3QA**

*Number of shares:* **1**

*Currency:* **GBP**

*Nominal value of each  
share:* **1**

*Amount unpaid:* **0**

*Amount paid:* **1**

## ***Persons with Significant Control (PSC)***

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### **Statement of initial significant control**

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**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**

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## ***Individual Person with Significant Control details***

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*Names:* **MR GUSTAVO DIQUEZ**

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

*Date of Birth:* **\*\*/06/1982** *Nationality:* **BRITISH**

*Service Address:* **THE WELLSPRINGS BRIGHTWELL-CUM-SOTWELL  
OXFORD  
OXFORD  
UNITED KINGDOM  
OX10 0RN**

*The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.*



*Nature of control*

**The person has the right to exercise, or actually exercises, significant influence or control over the company.**

## ***Statement of Compliance***

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*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:* **COMPANIES MADE SIMPLE A DIVISION OF MADE SIMPLE GROUP LTD**

*Agent's Address:* **20-22 WENLOCK ROAD  
LONDON  
ENGLAND  
N1 7GU**

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## ***Authorisation***

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

*Agent's Name:* **COMPANIES MADE SIMPLE A DIVISION OF MADE SIMPLE GROUP LTD**

*Agent's Address:* **20-22 WENLOCK ROAD  
LONDON  
ENGLAND  
N1 7GU**

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## **COMPANY HAVING A SHARE CAPITAL**

### **Memorandum of Association of UMBRA NOMINEE 3 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.

<b>Name of each subscriber</b>	<b>Authentication</b>
HIGHLINE VENTURES LIMITED	Authenticated Electronically

Dated: 31/12/2021