

FILE COPY



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

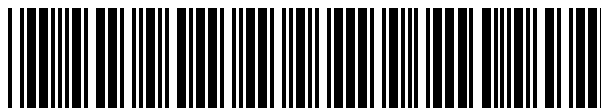
Company Number **14117875**

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

EPL NEWCO8 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 **19th May 2022**



N14117875L



Companies House



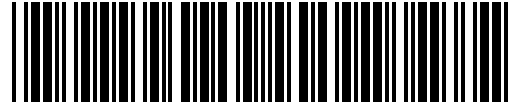
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **18/05/2022**

XB49N9MP

Company Name in full:

EPL NEWCO8 LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**2ND FLOOR, REGIS HOUSE 45 KING WILLIAM STREET
LONDON
ENGLAND EC4R 9AN**

Sic Codes:

74901

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **GILES**

Surname: **FRAMPTON**

Former Names:

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

Country/State Usually **ENGLAND**

Resident:

Date of Birth: ****/12/1957**

Nationality: **BRITISH**

Occupation: **DIRECTOR**

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

Company Director 2

Type: **Person**

Full Forename(s): **CONOR PATRICK**

Surname: **MCNALLY**

Former Names:

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

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/08/1980** *Nationality:* **IRISH**

Occupation: **DIRECTOR**

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

Company Director 3

Type: **Person**

Full Forename(s): **TURKKA TAPANI**

Surname: **OKSANEN**

Former Names:

Service Address: **KORKIA OY KESKUSKATU 8B
HELSINKI
FINLAND 00100**

Country/State Usually Resident: **FINLAND**

Date of Birth: ****/03/1963** *Nationality:* **FINNISH**

Occupation: **DIRECTOR**

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

Company Director 4

Type: **Person**

Full Forename(s): **TOMI MARTTI KRISTIAN**

Surname: TERVO

Former Names:

Service Address: **KORKIA OY KESKUSKATU 8B
HELSINKI
FINLAND 00100**

Country/State Usually Resident: **SPAIN**

Date of Birth: ****/01/1981** *Nationality:* **FINNISH**

Occupation: **INVESTMENT PROFESSIONAL**

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

Company Director 5

Type: **Person**

Full Forename(s): **JAMES ALEC**

Surname: **SPOONER**

Former Names:

Service Address: **RSF CAPITAL PARTNERS LLP MICHELIN HOUSE
81 FULHAM ROAD
LONDON
UNITED KINGDOM SW3 6RD**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/01/1986** *Nationality:* **BRITISH**

Occupation: **INVESTMENT BANKER**

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>	1000
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1000
<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>	1000
		<i>Total aggregate nominal value:</i>	1000
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

<i>Name:</i>	EVOLUTION POWER LIMITED	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	2ND FLOOR, REGIS HOUSE 45 KING WILLIAM STREET LONDON ENGLAND EC4R 9AN	<i>Number of shares:</i>	1000
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	1
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	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: **EVOLUTION POWER LIMITED**

Service Address: **2ND FLOOR, REGIS HOUSE 45 KING WILLIAM STREET
LONDON
ENGLAND
EC4R 9AN**

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

Governing Law: **COMPANIES ACT 2006**

Register Location: **UK REGISTER OF COMPANIES**

Country/State: **UNITED KINGDOM**

Registration Number: **13544817**

<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: **EVOLUTION POWER LIMITED**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of EPL NEWCO8 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
EVOLUTION POWER LIMITED	Authenticated Electronically

Dated: 18/05/2022