

FILE COPY



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

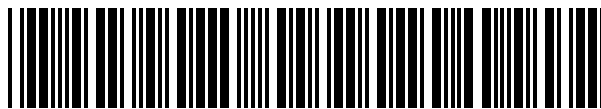
Company Number **14347456**

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

HESSISCHE FINANZGRUPPE LTD

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 **9th September 2022**



N14347456L



Companies House



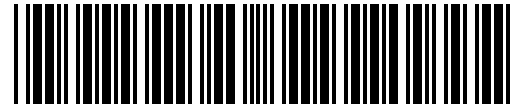
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **08/09/2022**

XBC37BSA

Company Name in full: **HESSISCHE FINANZGRUPPE LTD**

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

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

Proposed Registered Office Address: **86-90 PAUL STREET
LONDON
ENGLAND EC2A 4NE**

Sic Codes: **64110**

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

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **ADEM**

Surname: **KARAGÖZ**

Former Names:

Service Address: **3 FRANZ-HANIEL-STR
MOERS
GERMANY 47443**

*Country/State Usually
Resident:* **GERMANY**

Date of Birth: ****/09/2004** *Nationality:* **GERMAN**

Occupation: **CHIEF EXECUTIVE**

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>	10000
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	10000
<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>	10000
		<i>Total aggregate nominal value:</i>	10000
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **ADEM KARAGÖZ**

Address **3 FRANZ-HANIEL-STR
MOERS
GERMANY
47443**

Class of Shares: **ORDINARY**

Number of shares: **9000**

Currency: **GBP**

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

Amount unpaid: **0**

Amount paid: **1**

Name: **K&A IMMOBILIEN LTD.**

Address **86-90 PAUL STREET
LONDON
ENGLAND
EC2A 4NE**

Class of Shares: **ORDINARY**

Number of shares: **1000**

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

Individual Person with Significant Control details

Names: **ADEM KARAGÖZ**

Country/State Usually Resident: **GERMANY**

Date of Birth: ****/09/2004** *Nationality:* **GERMAN**

Service Address: **3 FRANZ-HANIEL-STR
MOERS
GERMANY
47443**

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.

<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more of the voting rights in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more of the shares in the company.
<i>Nature of control</i>	The person 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: **ADEM KARAGÖZ**
Authenticated **YES**
Name: **K&A IMMOBILIEN LTD.**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of HESSISCHE FINANZGRUPPE LTD

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
ADEM KARAGÖZ	Authenticated Electronically
K&A IMMOBILIEN LTD.	Authenticated Electronically

Dated: 08/09/2022