

FILE COPY



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

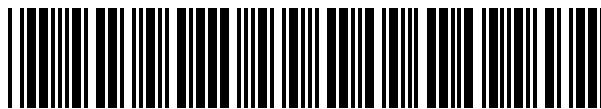
Company Number **14380909**

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

BRADFIELD GROVE GREEN 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 **27th September 2022**



N14380909L



Companies House



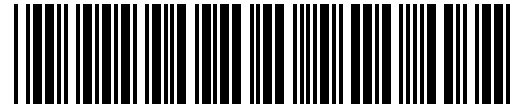
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **27/09/2022**

XBDF3LEJ

Company Name in full:

BRADFIELD GROVE GREEN ENERGY LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**FIRST FLOOR 5 FLEET PLACE
LONDON
UNITED KINGDOM EC4M 7RD**

Sic Codes:

**35110
35210
35220**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director *1*

Company Director 2

Type:	Person
Full Forename(s):	JAVIER
Surname:	JIMENEZ LABRADO
Service Address:	58 MARYLEBONE HIGH STREET LONDON UNITED KINGDOM W1U 5HT
Country/State Usually Resident:	UNITED KINGDOM

Date of Birth: ****/09/1981** *Nationality:* **SPANISH**
Occupation: **INVESTMENT DIRECTOR**

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

Company Director 3

Type:	Person
Full Forename(s):	DANIEL PETER
Surname:	LAMBERT
Service Address:	recorded as Company's registered office
Country/State Usually Resident:	UNITED KINGDOM

Date of Birth: ****/02/1981** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

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

Company Director 4

Type: **Person**

Full Forename(s): **OSCAR**

Surname: **PEREZ**

Service Address: **4TH FLOOR 3 JENNER STREET
MADRID
SPAIN 28010**

*Country/State Usually
Resident:* **SPAIN**

Date of Birth: ****/09/1979** *Nationality:* **SPANISH**

Occupation: **COMPANY DIRECTOR**

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

Company Director 5

Type: **Person**

Full Forename(s): **CRISTOBAL**

Surname: **SANTA CRUZ**

Service Address: **4TH FLOOR 3 JENNER STREET
MADRID
SPAIN 28010**

*Country/State Usually
Resident:* **SPAIN**

Date of Birth: ****/01/1988** *Nationality:* **CHILEAN**

Occupation: **INVESTMENT DIRECTOR**

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

Company Director 6

Type: **Person**

Full Forename(s): **HENRY ROSCOE**

Surname: **TOWNSHEND**

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

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/08/1984** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

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>	1
<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>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **ACORN BIOENERGY
LIMITED**

Class of Shares: **ORDINARY**

Address **FIRST FLOOR 5 FLEET
PLACE
LONDON
UNITED KINGDOM
EC4M 7RD**

Number of shares: **100**

Currency: **GBP**

*Nominal value of each
share:* **0.01**

Amount unpaid: **0**

Amount paid: **0.01**

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: **ACORN BIOENERGY LIMITED**

Service Address: **FIRST FLOOR 5 FLEET PLACE
LONDON
UNITED KINGDOM
EC4M 7RD**

Legal Form: **LIMITED BY SHARES**

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

Register Location: **COMPANIES HOUSE**

Country/State: **ENGLAND AND WALES**

Registration Number: **12020505**

<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.

Name: **ACORN BIOENERGY LIMITED**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of

BRADFIELD GROVE GREEN 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
ACORN BIOENERGY LIMITED	Authenticated Electronically

Dated: 27/09/2022