

**FILE COPY**



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

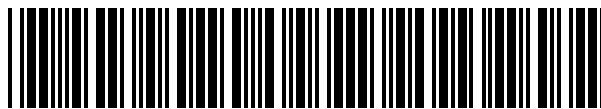
Company Number **14527191**

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

**NEXTPower SPV 17 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 **7th December 2022**



\*N14527191H\*



**Companies House**



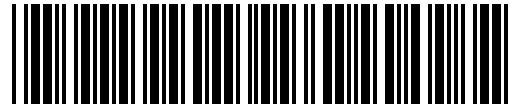
**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**



Companies House

**IN01**(ef)

**Application to register a company**



Received for filing in Electronic Format on the: **07/12/2022**

XBICOZ5Y

*Company Name in full:* **NEXTPower SPV 17 LIMITED**

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

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

*Proposed Registered Office Address:* **5TH FLOOR NORTH SIDE, 7/10 CHANDOS STREET  
CAVENDISH SQUARE  
LONDON  
UNITED KINGDOM W1G 9DQ**

*Sic Codes:* **35110**

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

## ***Proposed Officers***

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### ***Company Secretary 1***

Type: **Corporate**

Name: **LAGGAN SECRETARIES LIMITED**

Principal / Business Address: **5TH FLOOR NORTH SIDE, 7/10 CHANDOS STREET  
CAVENDISH SQUARE  
LONDON  
UNITED KINGDOM W1G 9DQ**

### **UK Limited Company**

Registration Number: **04333279**

*The subscribers confirm that the corporate body named has consented to act as a secretary.*

*Company Director*      *1*

*Type:* **Person**

*Full Forename(s):* **MRS SULWEN**

Surname: **VAUGHAN**

*Service Address:* **5TH FLOOR NORTH SIDE, 7/10 CHANDOS STREET  
CAVENDISH SQUARE  
LONDON  
UNITED KINGDOM W1G 9DQ**

Country/State Usually Resident: **ENGLAND**

*Date of Birth:*    **\*\*/06/1957**                      *Nationality:*        **BRITISH**

*Occupation:* **SPV DIRECTOR**

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

*Company Director* 2

*Type:* **Person**

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

*Surname:* **CORAZZA**

*Service Address:* **5TH FLOOR NORTH SIDE, 7/10 CHANDOS STREET  
CAVENDISH SQUARE  
LONDON  
UNITED KINGDOM W1G 9DQ**

Country/State Usually Resident: UNITED KINGDOM

*Date of Birth:*    **\*\*/03/1978**                      *Nationality:*        **ITALIAN**

*Occupation:* **BUSINESS CONSULTANT**

*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>			

**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.**

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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:* **NIGHTSHADE DEVCO 2  
LIMITED**

*Class of Shares:* **ORDINARY**

*Address* **5TH FLOOR NORTH SIDE,  
7/10 CHANDOS STREET  
CAVENDISH SQUARE  
LONDON  
UNITED KINGDOM  
W1G 9DQ**

*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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## ***Relevant Legal Entity (RLE) details***

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*Company Name:* **NIGHTSHADE DEVCO 2 LIMITED**

*Service Address:* **5TH FLOOR NORTH SIDE, 7/10 CHANDOS STREET  
CAVENDISH SQUARE  
LONDON  
UNITED KINGDOM  
W1G 9DQ**

*Legal Form:* **LIMITED BY SHARES**

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

*Register Location:* **COMPANIES HOUSE**

*Country/State:* **ENGLAND AND WALES**

*Registration Number:* **13690208**



<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***

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*I confirm the requirements of the Companies Act 2006 as to registration have been complied with.*

*Name:* **NIGHTSHADE DEVCO 2 LIMITED**  
*Authenticated* **YES**

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## ***Authorisation***

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

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# COMPANY HAVING A SHARE CAPITAL

## Memorandum of Association of NEXTPOWER SPV 17 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
NIGHTSHADE DEVCO 2 LIMITED	Authenticated Electronically

Dated: 07/12/2022