

FILE COPY



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

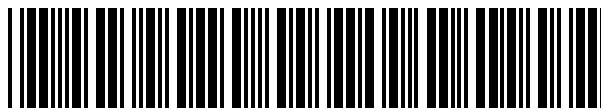
Company Number **14547900**

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

APS GROWTH HOLDINGS 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 December 2022**



N14547900H



Companies House



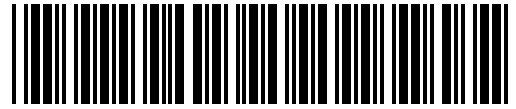
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **17/12/2022**

XBJ129AH

Company Name in full: **APS GROWTH HOLDINGS 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: **64209**

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

Proposed Officers

Company Director 1

Type: **Person**
Full Forename(s): **JULIAN PAUL**
Surname: **HARRIS**
Service Address: **recorded as Company's registered office**
Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/10/1960** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

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

Company Director 2

Type: **Person**
Full Forename(s): **PHILIP TIMOTHY WILLIAM**
Surname: **ELBORNE**
Service Address: **recorded as Company's registered office**
Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/08/1986** *Nationality:* **BRITISH**
Occupation: **BUSINESS DEVELOPMENT DIRECTOR**

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

Company Director 3

Type: **Person**

Full Forename(s): **ALEXANDER**

Surname: **BARTHO**

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

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: ****/08/1986** *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>	10000
<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>	10000
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **ALEXANDER BARTHO**

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

Class of Shares: **ORDINARY**

Number of shares: **1000**

Currency: **GBP**

*Nominal value of each
share:* **0.0001**

Amount unpaid: **0**

Amount paid: **0.0001**

Name: **PHILIP TIMOTHY WILLIAM
ELBORNE**

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

Class of Shares: **ORDINARY**

Number of shares: **1000**

Currency: **GBP**

*Nominal value of each
share:* **0.0001**

Amount unpaid: **0**

Amount paid: **0.0001**

Name: **JULIAN PAUL HARRIS**

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

Class of Shares: **ORDINARY**

Number of shares: **3500**

Currency: **GBP**

*Nominal value of each
share:* **0.0001**

Amount unpaid: **0**

Amount paid: **0.0001**

Name: **IAN HASZLAKIEWICZ**

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

Class of Shares: **ORDINARY**

Number of shares: **1000**

Currency: **GBP**

*Nominal value of each
share:* **0.0001**

Amount unpaid: **0**

Amount paid: **0.0001**

Name: **RUPERT CHARLES
GIFFORD LYWOOD**

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

Class of Shares: **ORDINARY**

Number of shares: **3500**

Currency: **GBP**

*Nominal value of each
share:* **0.0001**

Amount unpaid: **0**

Amount paid: **0.0001**

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: **JULIAN PAUL HARRIS**

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

Date of Birth: ****/10/1960** *Nationality:* **BRITISH**

Service address recorded as Company's registered office

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, more than 25% but not more than 50% of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.

Individual Person with Significant Control details

Names: **RUPERT CHARLES GIFFORD LYWOOD**

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

Date of Birth: ****/05/1958** *Nationality:* **BRITISH**

Service address recorded as Company's registered office

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, more than 25% but not more than 50% of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.

Statement of Compliance

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

<i>Name:</i>	ALEXANDER BARTHO
<i>Authenticated</i>	YES
<i>Name:</i>	PHILIP TIMOTHY WILLIAM ELBORNE
<i>Authenticated</i>	YES
<i>Name:</i>	JULIAN PAUL HARRIS
<i>Authenticated</i>	YES
<i>Name:</i>	IAN HASZLAKIEWICZ
<i>Authenticated</i>	YES
<i>Name:</i>	RUPERT CHARLES GIFFORD LYWOOD
<i>Authenticated</i>	YES

Authorisation

<i>Authoriser Designation:</i>	subscriber	<i>Authenticated</i>	YES
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COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of APS GROWTH HOLDINGS 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
ALEXANDER BARTHO	Authenticated Electronically
PHILIP TIMOTHY WILLIAM ELBORNE	Authenticated Electronically
JULIAN PAUL HARRIS	Authenticated Electronically
IAN HASZLAKIEWICZ	Authenticated Electronically
RUPERT CHARLES GIFFORD LYWOOD	Authenticated Electronically

Dated: 17/12/2022