

FILE COPY



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

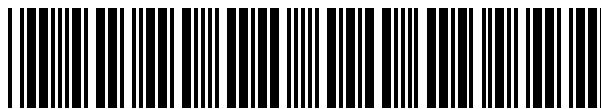
Company Number **15034601**

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

FWC IFW DEBT GP 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 **28th July 2023**



N150346017



Companies House



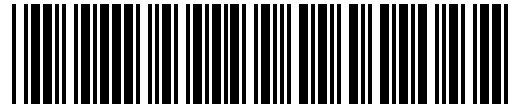
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01(ef)

Application to register a company



Received for filing in Electronic Format on the: **27/07/2023**

XC8OKL42

Company Name in full:

FWC IFW DEBT GP LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**UNIT J YALE BUSINESS VILLAGE
ELLICE WAY
WREXHAM
UNITED KINGDOM LL13 7YL**

Sic Codes:

64303

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary *1*

Type: **Person**

Full Forename(s): **ELIZABETH ANNE**

Surname: **HITCHINGS**

Former Names:

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

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

Company Director *1*

Type: **Person**

Full Forename(s): **GILES ALEXANDER**

Surname: **THORLEY**

Former Names:

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

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/06/1967**

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): **DAVID JAMES**

Surname: **STAZIKER**

Former Names:

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

Country/State Usually Resident: **WALES**

Date of Birth: ****/09/1969**

Nationality: **BRITISH**

Occupation: **ACCOUNTANT**

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

Company Director 3

Type: **Person**

Full Forename(s): **MICHAEL**

Surname: **OWEN**

Former Names:

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

Country/State Usually Resident: **WALES**

Date of Birth: ****/12/1968** *Nationality:* **BRITISH**

Occupation: **INVESTMENT DIRECTOR**

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

Company Director 4

Type: **Person**

Full Forename(s): **JOANNE**

Surname: **WHITFIELD**

Former Names:

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

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/03/1976** *Nationality:* **BRITISH**

Occupation: **FUND DIRECTOR**

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

Company Director 5

Type: **Person**

Full Forename(s): **GARY**

Surname: **GUEST**

Former Names:

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

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

Date of Birth: ****/05/1974** *Nationality:* **BRITISH**

Occupation: **FUND 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>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<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>	1
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **DBW MANAGERS LIMITED**

Address **UNIT J YALE BUSINESS
VILLAGE
ELLICE WAY
WREXHAM
UNITED KINGDOM
LL13 7YL**

Class of Shares: **ORDINARY**

Number of shares: **1**

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

Relevant Legal Entity (RLE) details

Company Name: **DBW MANAGERS LIMITED**

Service Address: **UNIT J YALE BUSINESS VILLAGE
ELLICE WAY
WREXHAM
UNITED KINGDOM
LL13 7YL**

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

Governing Law: **COMPANIES ACT 2006**

Register Location: **UK REGISTER OF COMPANIES**

Country/State: **UNITED KINGDOM**

Registration Number: **10964943**

<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.

Relevant Legal Entity (RLE) details

Company Name: **DEVELOPMENT BANK OF WALES PLC**

Service Address: **UNIT J YALE BUSINESS VILLAGE
ELLICE WAY
WREXHAM
UNITED KINGDOM
LL13 7YL**

Legal Form: **PUBLIC LIMITED COMPANY**

Governing Law: **COMPANIES ACT 2006**

Register Location: **UK REGISTER OF COMPANIES**

Country/State: **UNITED KINGDOM**

Registration Number: **4055414**

Nature of control

The relevant legal entity has the right to exercise, or actually exercises, significant influence or control over the company.

Statement of Compliance

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

Name: **DBW MANAGERS LIMITED**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of FWC IFW DEBT GP 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
DBW MANAGERS LIMITED	Authenticated Electronically

Dated: 27/07/2023