

FILE COPY



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

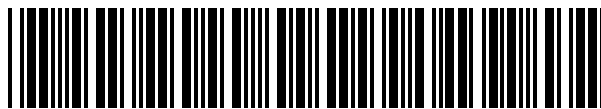
Company Number **15540828**

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

SAV HOLDCO 2024 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 **5th March 2024**



N15540828K



Companies House



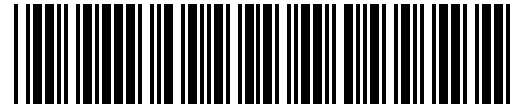
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **05/03/2024**

XCY81HB7

Company Name in full:

SAV HOLDCO 2024 LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**6 DUKE STREET DUKE STREET
LONDON
ENGLAND SW1Y 6BN**

Sic Codes:

64209

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director *1*

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

Company Director 2

Type: **Person**

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

Surname: **POTSCHISVILI**

Service Address: **6 DUKE STREET DUKE STREET
LONDON
ENGLAND SW1Y 6BN**

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: ****/10/1989** *Nationality:* **BRITISH**

Occupation: **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>	100
<i>Prescribed particulars</i>			

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS ENTITLED TO SHARE EQUALLY IN DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION, INCLUDING A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **SAV CAPITAL GP LIMITED**

Address **6 DUKE STREET DUKE
STREET
LONDON
ENGLAND
SW1Y 6BN**

Class of Shares: **ORDINARY**

Number of shares: **100**

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: **SAV CAPITAL GP LIMITED**

Service Address: **6 DUKE STREET DUKE STREET
LONDON
ENGLAND
SW1Y 6BN**

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

Governing Law: **COMPANIES ACT 2006**

Register Location: **UK REGISTER OF COMPANIES**

Country/State: **ENGLAND**

Registration Number: **13208256**

<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.

Lawful Purpose Statement

The subscribers confirm that the company has been formed for lawful purposes.

Statement of Compliance

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

memorandum delivered by an agent for the subscriber(s): **YES**

Agent's Name: **BOODLE HATFIELD LLP**

Agent's Address: **10TH FLOOR, 240 BLACKFRIARS ROAD
LONDON
UNITED KINGDOM
SE1 8NW**

Authorisation

Authoriser Designation: **agent** *Authenticated* **YES**

Agent's Name: **BOODLE HATFIELD LLP**

Agent's Address: **10TH FLOOR, 240 BLACKFRIARS ROAD
LONDON
UNITED KINGDOM
SE1 8NW**

COMPANY HAVING A SHARE CAPITAL

**Memorandum of Association of
SAV HOLDCO 2024 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
SAV CAPITAL GP LIMITED	Authenticated Electronically

Dated: 05/03/2024