

FILE COPY



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

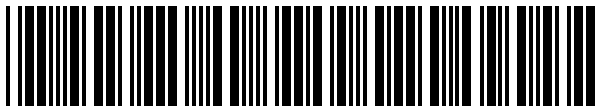
Company Number **13679459**

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

GFH UK HOLDCO 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 **14th October 2021**



N13679459V



Companies House



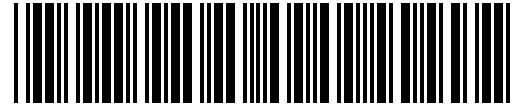
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **14/10/2021**

XAF399NN

Company Name in full:

GFH UK HOLDCO LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**SUITE 1, 3RD FLOOR 11 - 12 ST JAMES'S SQUARE
LONDON
UNITED KINGDOM SW1Y 4LB**

Sic Codes:

64209

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary 1

Type: **Corporate**
Name: **VISTRA COSEC LIMITED**
Principal / Business Address: **FIRST FLOOR, TEMPLEBACK 10 TEMPLE BACK
BRISTOL
BS1 6FL**

UK Limited Company

Registration Number: **06412777**

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

Company Director *1*

Type: **Person**

Full Forename(s): **MR SALAH ABDULLA MOHAMED**

Surname: **SHARIF**

Service Address: SUITE 1, 3RD FLOOR 11 - 12 ST JAMES'S SQUARE
LONDON
SW1Y 4LB

Country/State Usually Resident: **BAHRAIN**

Date of Birth: ****/02/1968** *Nationality:* **BAHRAINI**

Occupation: **CHIEF OPERATING OFFICER**

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

Company Director 2

Type: **Person**

Full Forename(s): **MR NAEL MUSTAFA FUAD MOHAMED**

Surname: **ALKUJOK**

Service Address: SUITE 1, 3RD FLOOR 11 - 12 ST JAMES'S SQUARE
LONDON
SW1Y 4LB

Country/State Usually Resident: **BAHRAIN**

Date of Birth: ****/08/1968** *Nationality:* **BAHRAINI**

Occupation: **CO-CHIEF INVESTMENT OFFICER**

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

Company Director 3

Type: **Person**

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

Surname: PATEL

Service Address: SUITE 1, 3RD FLOOR 11 - 12 ST JAMES'S SQUARE
LONDON
SW1Y 4LB

Country/State Usually Resident: **BAHRAIN**

Date of Birth: ****/01/1976** *Nationality:* **BRITISH**

Occupation: **HEAD OF ASSET MANAGEMENT**

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>			

VOTING RIGHTS - SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. DIVIDEND RIGHTS - EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. DISTRIBUTION RIGHTS ON A WINDING UP - EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP. REDEEMABLE SHARES - THE SHARES ARE NOT REDEEMABLE.

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: **GFH FINANCIAL GROUP
B.S.C.**

Class of Shares: **ORDINARY**

Address **BAHRAIN FINANCIAL
HARBOUR (EAST TOWER)
OFFICE 2901, BUILDING
1398
ROAD 4626, BLOCK 346
MANAMA, SEA FRONT
BAHRAIN**

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 no PSC

The company knows or has reason to believe that there will be no registerable Person with Significant Control or Relevant Legal Entity (RLE) in relation to the company

Statement of Compliance

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

Name: **GFH FINANCIAL GROUP B.S.C.**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of GFH UK HOLDCO 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
GFH FINANCIAL GROUP B.S.C.	Authenticated Electronically

Dated: 14/10/2021