

FILE COPY



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

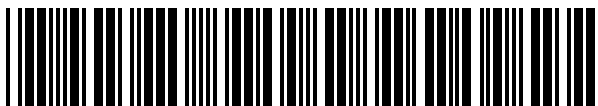
Company Number **13790702**

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

SPORT REPUBLIC LTD.

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 **9th December 2021**



N13790702G



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: **08/12/2021**

XAIW6EMP

Company Name in full:

SPORT REPUBLIC LTD.

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**11TH FLOOR 200 ALDERSGATE STREET
LONDON
UNITED KINGDOM EC1A 4HD**

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): **MR RASMUS**

Surname: **ANKERSEN**

Service Address: **11TH FLOOR 200 ALDERSGATE STREET
LONDON
UNITED KINGDOM EC1A 4HD**

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

Date of Birth: ****/09/1983** *Nationality:* **DANISH**

Occupation: **INVESTMENT PROFESSIONAL**

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

Company Director 2

Type: **Person**

Full Forename(s): **MR HENRIK JUEL**

Surname: **KRAFT**

Service Address: **11TH FLOOR 200 ALDERSGATE STREET
LONDON
UNITED KINGDOM EC1A 4HD**

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: ****/01/1974** *Nationality:* **DANISH**

Occupation: **INVESTMENT PROFESSIONAL**

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> | 2000000 |
| <i>Currency:</i> | GBP | <i>Aggregate nominal value:</i> | 200 |
| <i>Prescribed particulars</i> | | | |

ORDINARY SHARES HAVE FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING DIVIDENDS AND DISTRIBUTIONS.

Statement of Capital (Totals)

| | | | |
|------------------|------------|---------------------------------------|----------------|
| <i>Currency:</i> | GBP | <i>Total number of shares:</i> | 2000000 |
| | | <i>Total aggregate nominal value:</i> | 200 |
| | | <i>Total aggregate unpaid:</i> | 0 |

Initial Shareholdings

Name: **SPORT REPUBLIC
HOLDING LTD.**

Class of Shares: **ORDINARY**

Address **11TH FLOOR 200
ALDERSGATE STREET
LONDON
UNITED KINGDOM
EC1A 4HD**

Number of shares: **2000000**

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

Relevant Legal Entity (RLE) details

Company Name: **SPORT REPUBLIC HOLDING LTD.**

Service Address: **11TH FLOOR 200 ALDERSGATE STREET
LONDON
UNITED KINGDOM
EC1A 4HD**

Legal Form: **PRIVATE LIMITED COMPANY**

Governing Law: **ENGLAND & WALES**

Register Location: **COMPANIES HOUSE**

Country/State: **ENGLAND AND WALES**

Registration Number: **13789278**

| | |
|--------------------------|---|
| <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

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: **MAPLES FIDUCIARY SERVICES (UK) LIMITED**

Agent's Address: **11TH FLOOR 200 ALDERSGATE STREET
LONDON
UNITED KINGDOM
EC1A 4HD**

Authorisation

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

Agent's Name: **MAPLES FIDUCIARY SERVICES (UK) LIMITED**

Agent's Address: **11TH FLOOR 200 ALDERSGATE STREET
LONDON
UNITED KINGDOM
EC1A 4HD**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of SPORT REPUBLIC LTD.

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 |
|-----------------------------|------------------------------|
| SPORT REPUBLIC HOLDING LTD. | Authenticated Electronically |

Dated: 08/12/2021