



023441/41.69
BR1

CHWP000

This form should be completed in black

Return delivered for registration of a branch of an overseas company

(Pursuant to Schedule 21A, paragraph 1 of the Companies Act 1985)

(See note 5) Corporate name
(name in parent state)

Business name
(if different to corporate name)

Country of Incorporation

Identity of register
(if applicable)

Legal form
(See note 3)

For office
use only

CN

FC28006

BN

BR9711

Medley Global Advisors, L L C

USA

State of Delaware, Division of Corporations

and registration no 13-3846075

Private LLC Limited by 945,284 Shares

¹ See note 2

PART A - COMPANY DETAILS ¹

* State whether the company is
a credit or financial institution

* Is the company subject to Section 699A of the Companies Act 1985?

YES ☐

☒ NO

(1) These boxes need not be completed by companies formed in EC member states

Governing law
(See note 4)

Delaware General Corporation Law



A36

AHST2VDM

10/12/2007

COMPANIES HOUSE

168

intg
nents

(10/03)

Period for which the company is required to prepare accounts by
parent law from N/A to

Period allowed for the preparation and public disclosure of accounts
for the above period months

(2) This box need NOT be completed by companies from EC member states, OR where the constitutional documents of the company already show this information

Address of principal place of business in home country

Medley Global Advisors, L L C

33 Whitehall Street, 15th Floor, New York, NY 10004

Objects of company

Provides independent research to blue chip companies

Issued share capital

\$32,611,000

Currency USD

Company Secretary(ies)

(See note 10)

Name

* Style / Title N/A

Forenames No secretary exists in registration company

Surname

* Honours etc

Previous Forenames

Previous surname

Post town

County / Region

Postcode

Country

* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address In the case of a corporation, give the registered or principal office address

☐

Address ††

Company Secretary(ies)

(See note 10)

Name

* Style / Title N/A

Forenames No secretary exists in registration company

Surname

* Honours etc

Previous Forenames

Previous surname

Post town

County / Region

Postcode

Country

* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address In the case of a corporation, give the registered or principal office address

☐

Address ††

(You may photocopy this page if required)

Directors

(See note 10)

Name

* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address In the case of a corporation, give the registered or principal office address

☐

Address ††

SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised (e.g. whether they are limited to powers expressly conferred by the instrument of appointment, or whether they are subject to express limitations) Where the powers are exercised jointly give the name(s) of the person(s) concerned You may cross refer to the details of person(s) disclosed elsewhere on the form

Mark box(es) as appropriate

(You may photocopy this page as required)

* Style / Title CEO

Forenames Sassan

Surname Ghahramani

* Honours etc N/A

Previous Forenames N/A

Previous surname N/A

11 Grey Oaks Lane

Post town Greenwich

County / Region CT

Postcode 06830 Country USA

Date of Birth

Day	Month	Year
0	4	0
1	1	1
9	6	3

Nationality American

Business Occupation CEO

Other Directorships None

The extent of the authority to represent the company is - (give details)

Full Authority to represent the company

These powers -

☒ May be exercised alone

OR

☐ Must be exercised with -

(Give name(s) of co-authorised person(s))

Directors

(See note 10)

Name

* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address

☐

Address ††

SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised (e.g. whether they are limited to powers expressly conferred by the instrument of appointment, or whether they are subject to express limitations). Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as appropriate

(You may photocopy this page as required)

* Style / Title President/CFO

Forenames Craig

Surname Sawin

* Honours etc CPA

Previous Forenames N/A

Previous surname N/A

666 Greenwich Street, Apt 734

Post town New York

County / Region NY

Postcode 10013

Country USA

Date of Birth

Day		Month		Year	
1	2	0	3	1	9
				5	6

Nationality American

Business Occupation President/CFO

Other Directorships None

The extent of the authority to represent the company is - (give details)

Full Authority to represent the company

These powers -

☒ May be exercised alone

OR

☐ Must be exercised with -

(Give name(s) of co-authorised person(s))

Constitution of company

to 9)

(See notes 6

Mark box(es)
as applicable

- # ☒ A certified copy of the instrument constituting or defining the constitution of the company
AND
☐ * A certified translation
* is / are delivered for registration

* Delete as applicable

AND/OR

A certified copy of the constitutional documents and latest accounts of the company together with a certified translation of them if they are not in the English language must accompany

- # ☐ *No accounts exist as of yet*
A copy of the latest accounts of the company
AND
☐ * A certified translation
* is / are delivered for registration

AND/OR

The company may rely on constitutional and accounting documents previously filed in respect of another branch registered in the United Kingdom

- # ☐ The Constitutional documents (* and certified translations)
AND / OR
☐ The latest accounts (* and certified translations)
of the company were previously delivered on the registration of the branch of the company at -
Cardiff ☐ Edinburgh ☐ Belfast ☐
Registration no

AND/OR

The company may rely on particulars about the company previously filed in respect of another branch in that part of Great Britain provided that any alterations have been notified to the Registrar

- ☐ the particulars about the company were previously delivered in respect of a branch of the company registered at THIS registry
Registration no

AND/OR

The company may also rely on constitutional documents and particulars about the company officers previously filed in respect of a former Place of Business of that company provided that any alterations have been notified to the Registrar

☐

NOTE - In all cases, the registration number of the branch or place of

- ☐ The Constitutional documents (* and certified translation)
AND / OR
☐ Particulars of the current directors and secretary(ies)
were previously delivered in respect of a place of business of the company registered at THIS registry
Registration no

PART B - BRANCH DETAILS

Persons authorised to represent the company or accept service of process

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch

Give details also of all persons resident in Great Britain, who are authorised to accept service or process on the company's behalf

* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised (e.g. whether they are limited to powers expressly conferred by the instrument of appointment, or whether they are subject to express limitations) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form

Mark box(es) as appropriate

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address

☐

* Style / Title _____

Forenames Tim

Surname Jones

Address †† 49 Kestrel Ave

Post town London

County / Region England Postcode SE24 0ED

Is # ☒ Authorised to accept service of process on the company's behalf

* AND/OR

Is # ☒ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is - (give details)

To Represent the UK Branch in all matters relating to the UK

These powers -

☒ May be exercised alone

OR

☐ Must be exercised with -

(Give name(s) of co-authorised person(s))

Persons authorised to represent the company or accept service of process

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch

Give details also of all persons resident in Great Britain, who are authorised to accept service or process on the company's behalf

* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised (e.g. whether they are limited to powers expressly conferred by the instrument of appointment, or whether they are subject to express limitations) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form

Mark box(es) as appropriate

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address

☐

(You may photocopy this page as required)

* Style / Title _____	
Forenames	Tim
Surname	Jones
Address ††	49 Kestrel Ave
Post town	London
County / Region	England
Postcode	SE24 0ED
Is # <input checked="" type="checkbox"/>	Authorised to accept service of process on the company's behalf
* AND/OR	
Is # <input checked="" type="checkbox"/>	Authorised to represent the company in relation to that business
The extent of the authority to represent the company is - (give details)	
All matters relating to the UK branch	

These powers -	
# <input checked="" type="checkbox"/>	May be exercised alone
OR	
# <input type="checkbox"/>	Must be exercised with -
(Give name(s) of co-authorised person(s))	

Address of branch

(See note 11)

Address <u>54 Artillery Lane, 2nd Floor</u>	
Post town <u>London</u>	
County / Region <u>England</u>	Postcode <u>E1 7LS</u>

Branch Details

(See note 12)

	Day	Month	Year
Date branch opened	04	01	2007
Business carried on at branch _____			
Providing Independent research to blue chip companies			

SIGNATURE

Signed	<u>Craig B. Lavin</u> (* Director / Secretary / Permanent representative)
Date	<u>6 December 2007</u>
This form contains _____ continuation sheets	

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record

Name	<u>Amy Roman</u>
Address	<u>Medley Global Advisors, L L C</u> <u>33 Whitehall Street, 15th Floor</u> <u>New York, NY</u> Postcode <u>10004</u>
Telephone	<u>212-941-2784</u> Extension _____

When completed, this form together with any enclosures should be delivered to the Registrar of Companies at

For branches established in England and Wales

For branches established in Scotland

Companies House
Crown Way
Cardiff
CF14 3UZ

DX 33050 Cardiff

Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

DX 235 Edinburgh
or LP - 4 Edinburgh 2



State of Delaware

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P O BOX 898
DOVER, DELAWARE 19903

071280181

9533029

12-04-2007

MEDLEY GLOBAL ADVISORS LLC
451 GREENWICH STREET
6TH FLOOR
NEW YORK
ATTN: AMY ROMAN

NY 10013

DESCRIPTION	AMOUNT
MEDLEY GLOBAL ADVISORS, L.L.C. 2529376 8100H Certified - History	
0102Y Register L.L.C. 07-31-1995 1	32.00
0240 Amendment; Domestic 10-02-1998 1	32.00
Certification Fee	60 00
Document Page Fee	4 00
Expedite 24 Hr , 1-4 Cert.	40 00
FILING TOTAL	104.00
TOTAL PAYMENTS	104.00
SERVICE REQUEST BALANCE	.00

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "MEDLEY GLOBAL ADVISORS, L.L.C." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE THIRTY-FIRST DAY OF JULY, A.D. 1995, AT 3 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "MEDLEY ADVISERS, L.L.C." TO "MEDLEY GLOBAL ADVISORS, L.L.C.", FILED THE SECOND DAY OF OCTOBER, A.D. 1998, AT 12:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "MEDLEY GLOBAL ADVISORS, L.L.C.".



2529376 8100H

071280181

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6209028

DATE: 12-04-07

CERTIFICATE OF FORMATION

OF

MEDLEY ADVISERS, L.L.C.

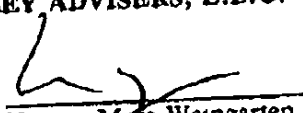
FIRST: The name of the limited liability company is Medley Advisers, L.L.C.

SECOND: The address of its registered office in the State of Delaware is 9 East Loockerman Street, County of Kent, City of Dover, in the State of Delaware, 19901. The name of its registered agent at such address is National Corporate Research, Ltd

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Medley Advisers, L.L.C. this 31st day of July, 1995.

MEDLEY ADVISERS, L.L.C.

By

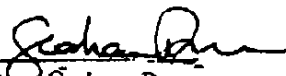

Name Marc Weingarten
Title Authorized Person

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF FORMATION
OF
MEDLEY ADVISERS, L.L.C.**

It is certified that:

1. The name of the Limited Liability Company (the "LLC") is Medley Advisers, L.L.C.
2. The Certificate of Formation of the LLC is hereby amended by striking out Article 1 and by substituting in lieu of said Article 1 the following Article in its entirety:
"1 The name of the Limited Liability Company is Medley Global Advisors, L.L.C."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of the Certificate of Formation, this 16th day of September, 1998

By: 
Name: Graham Duncan
Title: Chief Operating Officer

FILE COPY



CERTIFICATE OF REGISTRATION OF AN OVERSEA COMPANY

(Establishment of a branch)

Company No. FC028006

Branch No. BR009711

The Registrar of Companies for England and Wales hereby certifies that
MEDLEY GLOBAL ADVISORS, L.L.C.

has this day been registered under Schedule 21A to the Companies
Act 1985 as having established a branch in England and Wales

Given at Companies House, Cardiff, the 14th December 2007



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —