

FILE COPY



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

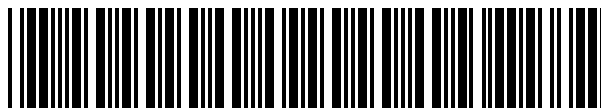
Company Number **NI695561**

The Registrar of Companies for Northern Ireland, hereby certifies that

ESPERIA HOLDINGS 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 Northern Ireland

Given at Companies House, Belfast, on **20th March 2023**



NNI695561O



Companies House



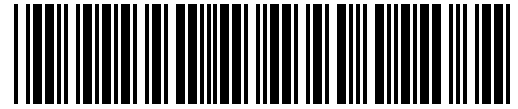
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **20/03/2023**

XBZPP5VF

Company Name in full:

ESPERIA HOLDINGS LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

Northern Ireland

Proposed Registered Office Address:

**26 LINENHALL STREET
1ST FLOOR, LINENHALL EXCHANGE
BELFAST
NORTHERN IRELAND BT2 8BG**

Sic Codes:

68209

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director *1*

Country/State Usually Resident: **NORTHERN IRELAND**

Occupation: **COMPANY DIRECTOR**

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

Company Director 2

Type: **Person**

Full Forename(s): **MRS SARAH LOUISE**

Surname: **HINDS**

Former Names: **SARAH MINNIS**

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

Country/State Usually Resident: **NORTHERN IRELAND**

Date of Birth: ****/10/1978** *Nationality:* **NORTHERN IRISH**

Occupation: **GRAPHIC DESIGNER**

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>	20
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	20
<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>	20
		<i>Total aggregate nominal value:</i>	20
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **ALFRED MINNIS**

Address **26 LINENHALL STREET
1ST FLOOR, LINENHALL
EXCHANGE
BELFAST
NORTHERN IRELAND
BT2 8BG**

Class of Shares: **ORDINARY**

Number of shares: **10**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **SARAH HINDS**

Address **26 LINENHALL STREET
1ST FLOOR, LINENHALL
EXCHANGE
BELFAST
NORTHERN IRELAND
BT2 8BG**

Class of Shares: **ORDINARY**

Number of shares: **10**

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

Individual Person with Significant Control details

Names: **MR ALFRED JOHN MINNIS**

Country/State Usually Resident: **NORTHERN IRELAND**

Date of Birth: ****/01/1977** *Nationality:* **NORTHERN IRISH**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.
<i>Nature of control</i>	The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

Individual Person with Significant Control details

Names: **MRS SARAH LOUISE HINDS**

Country/State Usually Resident: **NORTHERN IRELAND**

Date of Birth: ****/10/1978** *Nationality:* **NORTHERN IRISH**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.
<i>Nature of control</i>	The person 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.

Name: **ALFRED MINNIS**

Authenticated **YES**

Name: **SARAH HINDS**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of ESPERIA HOLDINGS 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
ALFRED MINNIS	Authenticated Electronically
SARAH HINDS	Authenticated Electronically

Dated: 20/03/2023