

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 8409495

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

ROTHSCHILD ASSET MANAGEMENT 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 19th February 2013



N08409495Q



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

The above information was communicated by electronic means and authenticated by the Registrar of Companies under Section 1115 of the Companies Act 2006



Companies House
— for the record —

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: 19/02/2013



X22K5UU2

*Company Name
in full:*

ROTHSCHILD ASSET MANAGEMENT LIMITED

Company Type:

Private limited by shares

*Situation of Registered
Office:*

England and Wales

*Proposed Register
Office Address:*

**SUITE B 29 HARLEY STREET
LONDON
ENGLAND
W1G 9QR**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Proposed Officers

Company Secretary 1

Type: **Person**
Full forename(s): **MR WEIHUA**

Surname: **ZHAO**

Former names:

Service Address: **19 THE DONWAY WEST ROOM 255
TORONTO
CANADA
M3B 3S5**

Consented to Act: **Y** *Date authorised:* **19/02/2013** *Authenticated:* **YES**

Company Director **1**

Type: **Person**
Full forename(s): **MR WEIHUA**

Surname: **ZHAO**

Former names:

Service Address: **19 THE DONWAY WEST ROOM 255**
 TORONTO
 CANADA
 M3B 3S5

Country/State Usually Resident: **CANADA**

Date of Birth: **16/08/1983** *Nationality:* **CHINESE**
Occupation: **DIRECTOR**

Consented to Act: **Y** *Date authorised:* **19/02/2013** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	ORD	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	1
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ONE VOTE PER SHARE, WITH RESIDUAL INTEREST, EQUAL RIGHTS TO DIVIDENDS, NO OPTION TO REDEEM

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	1
		<i>Total aggregate nominal value</i>	1

Initial Shareholdings

Name: WEIHUA ZHAO

Address: 19 THE DONWAY WEST ROOM 255 *Class of share:* ORD
 TORONTO
 CANADA
 M3B 3S5

Number of shares: 1

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 0

Amount paid: 1

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: **FORMATIONSHOUSE LTD**

Agent's Address: **29 HARLEY STREET
LONDON
ENGLAND
W1G 9QR**

Authorisation

Authoriser Designation: **agent**

Authenticated: **Yes**

Agent's Name: **FORMATIONSHOUSE LTD**

Agent's Address: **29 HARLEY STREET
LONDON
ENGLAND
W1G 9QR**

Private Company Limited by Shares

Memorandum of association of

ROTHSCHILD ASSET MANAGEMENT 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 by each subscriber

Weihua Zhao

Dated : 19-2-2013

REGULATIONS FOR MANAGEMENT OF A COMPANY LIMITED BY SHARES

The Companies Act 2006.

ARTICLES OF ASSOCIATION OF ROTHSCHILD ASSET MANAGEMENT
LIMITED

The company adopts without modification the model articles detailed in regulations of statutory instrument no: 3229 of 2008 schedule 1.