

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **10408960**

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

**RIZE EUROPE 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 **4th October 2016**



\* N10408960F \*



Companies House



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



Companies House

**IN01**<sub>(ef)</sub>

**Application to register a company**



*Received for filing in Electronic Format on the:***03/10/2016**

*X5GTPRI8*

*Company Name in  
full:*

**RIZE EUROPE LIMITED**

*Company Type:*

**Private company limited by shares**

*Situation of  
Registered Office:*

**England and Wales**

*Proposed Registered  
Office Address:*

**4 PRINCE ALBERT ROAD  
LONDON  
UNITED KINGDOM NW1 7SN**

*Sic Codes:*

**78200**

*I wish to entirely adopt the following model articles:*

**Private (Ltd by Shares)**

## *Proposed Officers*

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### *Company Director*      *1*

*Type:*                                      **Person**

*Full Forename(s):*                      **MR SEAN HOWARD**

*Surname:*                                **CHEEK**

*Service Address:*                      **4 PRINCE ALBERT ROAD  
LONDON  
UNITED KINGDOM NW1 7SN**

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

*Date of Birth:*    **\*\*/06/1964**                                      *Nationality:*    **BRITISH**

*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):*                      **MR ANDREW RICHARD**

*Surname:*                                **HILLERY**

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

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

*Date of Birth:*    **\*\*/08/1964**                                      *Nationality:*        **BRITISH**

*Occupation:*    **SALES  
DIRECTOR**

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

## *Statement of Capital (Share Capital)*

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<i>Class of Shares:</i>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>10000</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>100</b>
<i>Prescribed particulars</i>			

**THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.**

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### **Statement of Capital (Totals)**

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<i>Currency:</i>	<b>GBP</b>	<i>Total number of shares:</i>	<b>10000</b>
		<i>Total aggregate nominal value:</i>	<b>100</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## *Initial Shareholdings*

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*Name:* **RIZE GROUP HOLDINGS  
LIMITED**

*Class of Shares:* **ORDINARY**

*Address* **4 PRINCE ALBERT ROAD  
LONDON  
UNITED KINGDOM  
NW1 7SN**

*Number of shares:* **10000**

*Currency:* **GBP**

*Nominal value of each  
share:* **0.01**

*Amount unpaid:* **0**

*Amount paid:* **0.01**

## ***Persons with Significant Control (PSC)***

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### **Statement of initial significant control**

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**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**

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## ***Relevant Legal Entity (RLE) details***

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*Company Name:* **RIZE GROUP HOLDINGS LIMITED**

*Service Address:* **4 PRINCE ALBERT ROAD  
LONDON  
UNITED KINGDOM  
NW1 7SN**

*Legal Form:* **LIMITED BY SHARES**

*Governing Law:* **UNITED KINGDOM (ENGLAND AND WALES)**

*Register Location:* **COMPANIES HOUSE**

*Country/State:* **ENGLAND AND WALES**

*Registration Number:* **10406869**



*Nature of control*

The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.

## ***Statement of Compliance***

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

*Name:* **RIZE GROUP HOLDINGS LIMITED**  
*Authenticated* **YES**

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## ***Authorisation***

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

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**COMPANY HAVING A SHARE CAPITAL**

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**MEMORANDUM OF ASSOCIATION OF**

**Rize Europe 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 each.

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Name of each subscriber

Authentication by each subscriber

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Rize Group Holdings Limited

Dated: 3 October 2016