

FILE COPY



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

Company Number **10416981**

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

CLARADON PROPERTIES 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 **7th October 2016**



* N10416981H *



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:***06/10/2016**

X5H1QJKI

*Company Name in
full:*

CLARADON PROPERTIES LIMITED

Company Type:

Private company limited by shares

*Situation of
Registered Office:*

England and Wales

*Proposed Registered
Office Address:*

**SUITE 33 CHURCHILL HOUSE 137-139 BRENT STREET
LONDON
UNITED KINGDOM NW4 4DJ**

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 JOSEPH DANIEL**

Surname: **PFEFFER**

Former Names:

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

Country/State Usually **UNITED KINGDOM**

Resident:

Date of Birth: ****/05/1954** *Nationality:* **ISRAELI**

Occupation: **REAL ESTATE
BROKER**

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

Statement of Capital (Share Capital)

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

EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO DIVIDENDS AND DISTRIBUTIONS TO BE PROVIDED FOLLOWING REPAYMENT OF INITIAL INVESTMENT.

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

EACH SHARE HAS 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>	10100
		<i>Total aggregate nominal value:</i>	200
		<i>Total aggregate unpaid:</i>	200

Initial Shareholdings

<i>Name:</i>	VITORIA HOLDINGS LIMITED	<i>Class of Shares:</i>	A ORDINARY
<i>Address</i>	57/63 LINE WALL ROAD GIBRALTAR GIBRALTAR GX11 1AA	<i>Number of shares:</i>	100
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	1
		<i>Amount unpaid:</i>	100
		<i>Amount paid:</i>	0
<i>Name:</i>	VITORIA HOLDINGS LIMITED	<i>Class of Shares:</i>	B ORDINARY
<i>Address</i>	57/63 LINE WALL ROAD GIBRALTAR GIBRALTAR	<i>Number of shares:</i>	5000
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	0.01
		<i>Amount unpaid:</i>	0.01
		<i>Amount paid:</i>	0
<i>Name:</i>	CLARADON LIMITED	<i>Class of Shares:</i>	B ORDINARY
<i>Address</i>	6TH FLOOR CARDINAL HOUSE, 20 ST. MARYS PARSONAGE MANCHESTER UNITED KINGDOM M3 2LG	<i>Number of shares:</i>	5000
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	0.01
		<i>Amount unpaid:</i>	0.01
		<i>Amount paid:</i>	0

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: **VITORIA HOLDINGS LIMITED**

Service Address: **57/63 LINE WALL ROAD
GIBRALTAR
GIBRALTAR
GX11 1AA**

Legal Form: **LIMITED COMPANY**

Governing Law: **GIBRALTAR COMMON LAW**

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

Relevant Legal Entity (RLE) details

Company Name: **CLARADON LIMITED**

Service Address: **6TH FLOOR CARDINAL HOUSE, 20 ST. MARYS
PARSONAGE
MANCHESTER
UNITED KINGDOM
M3 2LG**

Legal Form: **LIMITED COMPANY**

Governing Law: **COMPANIES ACT 2006**

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, more than 25% but not more than 50% of the voting rights in 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: **DAN ROWE LIMITED**

Agent's Address: **SUITE 33 CHURCHILL HOUSE 137-139 BRENT STREET
LONDON
UNITED KINGDOM
NW4 4DJ**

Authorisation

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

Agent's Name: **DAN ROWE LIMITED**

Agent's Address: **SUITE 33 CHURCHILL HOUSE 137-139 BRENT STREET
LONDON
UNITED KINGDOM
NW4 4DJ**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of CLARADON PROPERTIES 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
Vitoria Holdings Limited	Authenticated Electronically
Vitoria Holdings Limited	Authenticated Electronically
Claradon Limited	Authenticated Electronically

Dated: 06/10/2016