

**FILE COPY**



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

Company Number **10861640**

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

**LOW CARBON NETHERLANDS 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 **12th July 2017**



\* N10861640D \*



**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:***11/07/2017**

**X6AGARNV**

*Company Name in  
full:*

**LOW CARBON NETHERLANDS LIMITED**

*Company Type:*

**Private company limited by shares**

*Situation of  
Registered Office:*

**England and Wales**

*Proposed Registered  
Office Address:*

**2ND FLOOR, 13 BERKELEY STREET  
LONDON  
UNITED KINGDOM W1J 8DU**

*Sic Codes:*

**35110**

*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 STEVEN ANDREW**

*Surname:*                **MACK**

*Former Names:*

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

*Country/State Usually*    **UNITED KINGDOM**

*Resident:*

*Date of Birth:*    **\*\*/07/1977**                      *Nationality:*    **BRITISH**

*Occupation:*    **SOLICITOR**

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

*Company Director* 2

*Type:* **Person**

*Full Forename(s):* **MR IAN EDWARD**

Surname: LARIVÉ

*Former Names:*

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

Country/State Usually Resident: UNITED KINGDOM

*Date of Birth:*    **\*\*/08/1981**                      *Nationality:*        **BRITISH**

*Occupation:* **INVESTMENT  
DIRECTOR**

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

*Company Director* 3

*Type:* **Person**

*Full Forename(s):* **MR JUAN MARTIN**

*Surname:* **ALFONSO**

*Former Names:*

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

Country/State Usually Resident: UNITED KINGDOM

*Date of Birth:*   **\*\*/01/1975**                      *Nationality:*    **BRITISH**

*Occupation:* **CHIEF  
FINANCIAL  
OFFICER**

*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>1</b>
<i>Currency:</i>	<b>GBP</b>	<i>Aggregate nominal value:</i>	<b>1</b>
<i>Prescribed particulars</i>			

**A. THE ORDINARY SHARES CARRY RIGHTS TO VOTE AT GENERAL MEETINGS OF THE COMPANY B. THE ORDINARY SHARES CARRY THE RIGHT TO RECEIVE DIVIDENDS AND DISTRIBUTIONS FROM THE COMPANY C. THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN ANY DISTRIBUTION FROM THE COMPANY ON A WINDING UP PARI PASSU WITH ALL OTHER ORDINARY SHAREHOLDERS D. THE ORDINARY SHARES ARE NOT REDEEMABLE**

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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>1</b>
		<i>Total aggregate nominal value:</i>	<b>1</b>
		<i>Total aggregate unpaid:</i>	<b>0</b>

## *Initial Shareholdings*

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*Name:* **LOW CARBON LIMITED**

*Address* **13 BERKELEY STREET  
LONDON  
UNITED KINGDOM  
W1J 8DU**

*Class of Shares:* **ORDINARY**

*Number of shares:* **1**

*Currency:* **GBP**

*Nominal value of each share:* **1**

*Amount unpaid:* **0**

*Amount paid:* **1**

## ***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:* **LOW CARBON LIMITED**

*Service Address:* **13 BERKELEY STREET  
LONDON  
UNITED KINGDOM  
W1J 8DU**

*Legal Form:* **PRIVATE LIMITED COMPANY**

*Governing Law:* **COMPANIES ACT 2006**

*Register Location:* **COMPANIES HOUSE**

*Country/State:* **ENGLAND**

*Registration Number:* **07853501**



<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.
<i>Nature of control</i>	The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more of the voting rights 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:* **LOW CARBON LIMITED**  
*Authenticated* **YES**

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## ***Authorisation***

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

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# COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of LOW CARBON NETHERLANDS 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
Low Carbon Limited	Authenticated Electronically

Dated: 11/07/2017