

FILE COPY



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

Company Number **10950339**

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

**HEITMAN INTERNATIONAL REAL ESTATE SECURITIES UK
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 September 2017**



* N10950339H *



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:***06/09/2017**

X6ED8HM3

Company Name in full:

HEITMAN INTERNATIONAL REAL ESTATE SECURITIES UK LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**8 HANOVER STREET
3RD FLOOR
LONDON
UNITED KINGDOM W1S 1YQ**

Sic Codes:

82990

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Secretary 1

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

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

Company Director 1

Type: **Person**

Full Forename(s): MAURY

Surname: **TOGNARELLI**

Former Names:

Service Address: **HEITMAN LLC 191 N. WACKER DRIVE
SUITE 2500
CHICAGO
USA IL 60606 USA**

Country/State Usually Resident: **USA**

Date of Birth: ****/11/1961** *Nationality:* **USA**

Occupation: **CHIEF
EXECUTIVE
OFFICER**

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

Company Director 2

Type: **Person**

Full Forename(s): **KATHERINE M.**

Surname: **SANDSTROM**

Former Names:

Service Address: **HEITMAN LLC 191 N. WACKER DRIVE
SUITE 2500
CHICAGO
USA IL 60606**

*Country/State Usually
Resident:* **USA**

Date of Birth: ****/03/1969** *Nationality:* **USA**

Occupation: **SENIOR
MANAGING
DIRECTOR**

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

Company Director 3

Type: **Person**

Full Forename(s): **LAWRENCE J.**

Surname: **CHRISTENSEN**

Former Names:

Service Address: **HEITMAN LLC 191 N. WACKER DRIVE
SUITE 2500
CHICAGO
USA IL 60606**

*Country/State Usually
Resident:* **USA**

Date of Birth: ****/10/1964** *Nationality:* **USA**

Occupation: **CHIEF
FINANCIAL
OFFICER**

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>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<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>	100
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **HEITMAN REAL ESTATE
SECURITIES LLC**

Class of Shares: **ORDINARY**

Address **191 N. WACKER DRIVE
SUITE 2500
CHICAGO
USA
IL 60606**

Number of shares: **100**

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: **MAURY TOGNARELLI**

*Country/State Usually
Resident:* **USA**

Date of Birth: ****/11/1961** *Nationality:* **USA**

Service Address: **HEITMAN LLC 191 N. WACKER DRIVE
SUITE 2500
CHICAGO
USA
IL 60606**

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.

Nature of control

The person has the right to exercise, or actually exercises, significant influence or control over 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: **ARNOLD & PORTER KAYE SCHOLER LLP**

Agent's Address: **25 OLD BROAD STREET
LONDON
UNITED KINGDOM
EC2N 1HQ**

Authorisation

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

Agent's Name: **ARNOLD & PORTER KAYE SCHOLER LLP**

Agent's Address: **25 OLD BROAD STREET
LONDON
UNITED KINGDOM
EC2N 1HQ**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of

HEITMAN INTERNATIONAL REAL ESTATE SECURITIES UK 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
Heitman Real Estate Securities LLC	Authenticated Electronically

Dated: 06/09/2017