

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11084333**

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

M7 REAL ESTATE FAF GP HOLDCO 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 **27th November 2017**



* N11084333A *



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: **27/11/2017**

X6K3RDDL

Company Name in full:

M7 REAL ESTATE FAF GP HOLDCO LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**26 RED LION SQUARE
LONDON
UNITED KINGDOM WC1R 4AG**

Sic Codes:

82990

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director 1

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

Company Director 2

Type: **Person**

Full Forename(s): **HUGH MACPHERSON CAMERON**

Surname: **FRASER**

Service Address: **M7 REAL ESTATE NETHERLANDS BV GENERAAL
VETTERSTRAAT 72
1059 BW POSTBUS 69122
AMSTERDAM
NETHERLANDS 1060 CD**

Country/State Usually Resident: **NETHERLANDS**

Date of Birth: ****/02/1973** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

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

Company Director 3

Type: **Person**

Full Forename(s): **RICHARD MARTIN HAMILTON**

Surname: **CROFT-SHARLAND**

Service Address: **3RD FLOOR THE MONUMENT BUILDING
11 MONUMENT STREET
LONDON
UNITED KINGDOM EC3R 8AF**

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: ****/11/1969** *Nationality:* **BRITISH**

Occupation: **BUSINESSMAN**

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

Company Director 4

Type: **Person**

Full Forename(s): **TERESA LAURA HARRIET**

Surname: **GILCHRIST**

Service Address: **3RD FLOOR THE MONUMENT BUILDING
11 MONUMENT STREET
LONDON
UNITED KINGDOM EC3R 8AF**

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: ****/01/1971** *Nationality:* **BRITISH**

Occupation: **REAL ESTATE
INVESTMENT
MANAGEMENT**

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

Company Director 5

Type: **Person**

Full Forename(s): **ANDREW**

Surname: **JENKINS**

Service Address: **3RD FLOOR THE MONUMENT BUILDING
11 MONUMENT STREET
LONDON
UNITED KINGDOM EC3R 8AF**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/10/1955** Nationality: **BRITISH**

Occupation: **DIRECTOR**

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

Company Director 6

Type: **Person**

Full Forename(s): **MR THOMAS JOSEPH**

Surname: **PEARMAN**

Service Address: **3RD FLOOR THE MONUMENT BUILDING
11 MONUMENT STREET
LONDON
UNITED KINGDOM EC3R 8AF**

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

Date of Birth: ****/01/1979** Nationality: **BRITISH**

Occupation: **BUSINESSMAN**

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

Company Director 7

Type: **Person**

Full Forename(s): **JACK STUART**

Surname: **THOMS**

Service Address: **3RD FLOOR THE MONUMENT BUILDING
11 MONUMENT STREET
LONDON
UNITED KINGDOM EC3R 8AF**

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

Date of Birth: ****/05/1972** *Nationality:* **BRITISH**

Occupation: **SURVEYOR**

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

Company Director 8

Type: **Person**

Full Forename(s): **DAVID JOHN**

Surname: **SIMMONDS**

Service Address: **3RD FLOOR THE MONUMENT BUILDING
11 MONUMENT STREET
LONDON
UNITED KINGDOM EC3R 8AF**

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

Date of Birth: ****/10/1969** *Nationality:* **BRITISH**

Occupation: **CFO**

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

Company Director 9

Type: **Person**

Full Forename(s): **MR JOHN JULIAN**

Surname: MURNAGHAN

Service Address: **3RD FLOOR THE MONUMENT BUILDING
11 MONUMENT STREET
LONDON
UNITED KINGDOM EC3R 8AF**

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: ****/03/1977**

Occupation: **SURVEYOR**

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>	1000000
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1000
<i>Prescribed particulars</i>			

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

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	1000000
		<i>Total aggregate nominal value:</i>	1000
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **JOHN CROFT-SHARLAND**

Address **3RD FLOOR THE
MONUMENT BUILDING
11 MONUMENT STREET
LONDON
UNITED KINGDOM
EC3R 8AF**

Class of Shares: **ORDINARY**

Number of shares: **50000**

Currency: **GBP**

Nominal value of each share: **0.001**

Amount unpaid: **0**

Amount paid: **0.001**

Name: **RICHARD MARTIN
HAMILTON CROFT-
SHARLAND**

Class of Shares: **ORDINARY**

Address **3RD FLOOR THE
MONUMENT BUILDING
11 MONUMENT STREET
LONDON
UNITED KINGDOM
EC3R 8AF**

Number of shares: **165810**

Currency: **GBP**

Nominal value of each share: **0.001**

Amount unpaid: **0**

Amount paid: **0.001**

Name: **DAVID CHARLES EBBRELL**

Address **3RD FLOOR THE
MONUMENT BUILDING
11 MONUMENT STREET
LONDON
UNITED KINGDOM
EC3R 8AF**

Class of Shares: **ORDINARY**

Number of shares: **112365**

Currency: **GBP**

Nominal value of each share: **0.001**

Amount unpaid: **0**

Amount paid: **0.001**

Name: **OLIVER DAVID FARAGO**

Address **3RD FLOOR THE
MONUMENT BUILDING
11 MONUMENT STREET
LONDON
UNITED KINGDOM
EC3R 8AF**

Class of Shares: **ORDINARY**

Number of shares: **50000**

Currency: **GBP**

Nominal value of each share: **0.001**

Amount unpaid: **0**

Amount paid: **0.001**

<i>Name:</i>	HUGH MACPHERSON CAMERON FRASER	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	M7 REAL ESTATE NETHERLANDS BV GENERAAL VETTERSTRAAT 72 1059 BW POSTBUS 69122 AMSTERDAM NETHERLANDS 1060 CD	<i>Number of shares:</i>	112365
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	0.001
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	0.001

<i>Name:</i>	TERESA LAURA HARRIET GILCHRIST	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	3RD FLOOR THE MONUMENT BUILDING 11 MONUMENT STREET LONDON UNITED KINGDOM EC3R 8AF	<i>Number of shares:</i>	112365
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	0.001
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	0.001

<i>Name:</i>	ANDREW JENKINS	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	3RD FLOOR THE MONUMENT BUILDING 11 MONUMENT STREET LONDON UNITED KINGDOM EC3R 8AF	<i>Number of shares:</i>	112365
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	0.001
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	0.001

<i>Name:</i>	JOHN JULIAN MURNAGHAN	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	3RD FLOOR THE MONUMENT BUILDING 11 MONUMENT STREET LONDON UNITED KINGDOM EC3R 8AF	<i>Number of shares:</i>	20000
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	0.001
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	0.001

<i>Name:</i>	THOMAS JOSEPH PEARMAN	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	3RD FLOOR THE MONUMENT BUILDING 11 MONUMENT STREET LONDON UNITED KINGDOM EC3R 8AF	<i>Number of shares:</i>	112365
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	0.001
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	0.001

<i>Name:</i>	DAVID JOHN SIMMONDS	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	3RD FLOOR THE MONUMENT BUILDING 11 MONUMENT STREET LONDON UNITED KINGDOM EC3R 8AF	<i>Number of shares:</i>	40000
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	0.001
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	0.001

<i>Name:</i>	JACK STUART THOMS	<i>Class of Shares:</i>	ORDINARY
<i>Address</i>	3RD FLOOR THE MONUMENT BUILDING 11 MONUMENT STREET LONDON UNITED KINGDOM EC3R 8AF	<i>Number of shares:</i>	112365
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	0.001
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	0.001

Persons with Significant Control (PSC)

Statement of no PSC

The company knows or has reason to believe that there will be no registerable Person with Significant Control or Relevant Legal Entity (RLE) in relation to the company

Statement of Compliance

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

<i>Name:</i>	JOHN CROFT-SHARLAND
<i>Authenticated</i>	YES
<i>Name:</i>	RICHARD MARTIN HAMILTON CROFT-SHARLAND
<i>Authenticated</i>	YES
<i>Name:</i>	DAVID CHARLES EBBRELL
<i>Authenticated</i>	YES
<i>Name:</i>	OLIVER DAVID FARAGO
<i>Authenticated</i>	YES
<i>Name:</i>	HUGH MACPHERSON CAMERON FRASER
<i>Authenticated</i>	YES
<i>Name:</i>	TERESA LAURA HARRIET GILCHRIST
<i>Authenticated</i>	YES
<i>Name:</i>	ANDREW JENKINS
<i>Authenticated</i>	YES
<i>Name:</i>	JOHN JULIAN MURNAGHAN
<i>Authenticated</i>	YES
<i>Name:</i>	THOMAS JOSEPH PEARMAN
<i>Authenticated</i>	YES
<i>Name:</i>	DAVID JOHN SIMMONDS
<i>Authenticated</i>	YES
<i>Name:</i>	JACK STUART THOMS
<i>Authenticated</i>	YES

Authorisation

<i>Authoriser Designation:</i>	subscriber	<i>Authenticated</i>	YES
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COMPANY HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION OF

M7 REAL ESTATE FAF GP HOLDCO 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.

Name of each subscriber

Authentication by each subscriber

JOHN CROFT-SHARLAND

RICHARD MARTIN HAMILTON CROFT-SHARLAND

DAVID CHARLES EBBRELL

OLIVER DAVID FARAGO

HUGH MACPHERSON CAMERON FRASER

TERESA LAURA HARRIET GILCHRIST

ANDREW JENKINS

JOHN JULIAN MURNAGHAN

THOMAS JOSEPH PEARMAN

DAVID JOHN SIMMONDS

JACK STUART THOMS

Dated: 27 November 2017