

FILE COPY



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

Company Number **11454472**

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

GRACEWELL OPERATIONS (ASCOT) 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 **9th July 2018**



* N11454472F *



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: **06/07/2018**

X79MVZL5

*Company Name in
full:*

GRACEWELL OPERATIONS (ASCOT) LIMITED

Company Type:

Private company limited by shares

*Situation of
Registered Office:*

England and Wales

*Proposed Registered
Office Address:*

**SECOND FLOOR 11 PILGRIM STREET
LONDON
UNITED KINGDOM EC4V 6RN**

Sic Codes:

87100

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary 1

Type: **Corporate**
Name: **MWLAW SERVICES LIMITED**
Principal / Business Address: **SECOND FLOOR 11 PILGRIM STREET
LONDON
UNITED KINGDOM EC4V 6RN**

European Economic Area (EEA) Company

Register Location: **ENGLAND AND WALES**
Registration Number: **04668658**

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

Company Director 1

Type: **Person**

Full Forename(s): **MRS DIANNE MARGARET**

Surname: **HATCH**

Former Names: **PICH**

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

Country/State Usually Resident: **CANADA**

Date of Birth: ****/09/1958** *Nationality:* **CANADIAN**

Occupation: **VICE
PRESIDENT**

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

Company Director 2

Type: **Person**

Full Forename(s): **MR FRANK**

Surname: **CERRONE**

Former Names:

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

Country/State Usually **CANADA**

Resident:

Date of Birth: ****/12/1959**

Nationality: **CANADIAN**

Occupation: **SENIOR VICE
PRESIDENT,
GENERAL
COUNSEL &
SECRETARY**

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>	10
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	10
<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>	10
		<i>Total aggregate nominal value:</i>	10
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **REVERA UK HOLDINGS
LTD**

Class of Shares: **ORDINARY**

Address **55 STANDISH COURT
MISSISSAUGA
ONTARIO L5R 4B2
CANADA**

Number of shares: **10**

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

Other Registrable Person with Significant Control details

Company Name: **PSP INVESTMENTS**

Service Address: **1 RIDEAU STREET
7TH FLOOR
OTTAWA
ONTARIO K1N 8S7
CANADA**

Legal Form: **CANDIAN CROWN ENTITY**

Governing Law: **CANADA**

<i>Nature of control</i>	The other registrable person holds, directly or indirectly, 75% or more of the shares in the company.
<i>Nature of control</i>	The other registrable person holds, directly or indirectly, 75% or more 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.

Name: **REVERA UK HOLDINGS LTD**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of GRACEWELL OPERATIONS (ASCOT) 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
Revera UK Holdings Ltd	Authenticated Electronically

Dated: 06/07/2018