

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11855277**

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

CI EXCHANGE CO 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 **1st March 2019**



* N11855277N *



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: 28/02/2019

X808BJ01

<i>Company Name in full:</i>	CI EXCHANGE CO LIMITED
<i>Company Type:</i>	Private company limited by shares
<i>Situation of Registered Office:</i>	England and Wales
<i>Proposed Registered Office Address:</i>	33 DAVIES STREET LONDON UNITED KINGDOM W1K 4LR
<i>Sic Codes:</i>	64205

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director ***1***

Type: **Person**

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

Surname: **GOLDSTEIN**

Former Names:

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

Country/State Usually **UNITED KINGDOM**

Resident:

Date of Birth: ****/03/1966** ***Nationality:*** **BRITISH**

Occupation: **DIRECTOR**

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

Company Director 2

Type: **Person**

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

Surname: **GROUNDWATER**

Former Names:

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

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

Date of Birth: ****/03/1981** *Nationality:* **BRITISH**

Occupation: **CHARTERED
ACCOUNTANT**

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: **CHE UK HOLDINGS LP**

Address **26 NEW STREET
ST. HELIER
JERSEY
JERSEY
JE2 3RA**

Class of Shares: **ORDINARY**

Number of shares: **99**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **CAIN HOY ENTERPRISES
(UK) LIMITED**

Address **33 DAVIES STREET
LONDON
UNITED KINGDOM
W1K 4LR**

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)

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: **MR TODD BOEHLY**

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

Date of Birth: ****/09/1973** ***Nationality:*** **AMERICAN**

Service address recorded as Company's registered office

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 holds, directly or indirectly, more than 50% but less than 75% of the shares in the company.

Relevant Legal Entity (RLE) details

Company Name: HOLNE INVESTMENTS PLC

Service Address: ACRE HOUSE, 11/15 WILLIAM ROAD
LONDON
UNITED KINGDOM
NW1 3ER

Legal Form: PUBLIC LIMITED COMPANY

Governing Law: COMPANIES ACT 2006

Register Location: THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES

Country/State: ENGLAND AND WALES

Registration Number: 09861071

Nature of control

The relevant legal entity 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.

Name: **CHE UK HOLDINGS LP**

Authenticated **YES**

Name: **CAIN HOY ENTERPRISES (UK) LIMITED**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of CI EXCHANGE CO 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
CHE UK Holdings LP	Authenticated Electronically
Cain Hoy Enterprises (UK) Limited	Authenticated Electronically

Dated: 28/02/2019