

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **12415316**

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

NCUK INVESTMENT 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 **21st January 2020**



* N12415316A *



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: **20/01/2020**

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Company Name in full:

NCUK INVESTMENT LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**C/O TMF GROUP, 20 FARRINGDON STREET
8TH FLOOR
LONDON
UNITED KINGDOM EC4A 4AB**

Sic Codes:

64209

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<i>Prescribed particulars</i>			

FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	1
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **PUBLIC INVESTMENT
FUND**

Class of Shares: **ORDINARY**

Address **ALRAIDAH DIGITAL CITY,
AL-NAKHEEL
RIYADH
SAUDI ARABIA
SA-01 11452**

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

Other Registrable Person with Significant Control details

Company Name: PUBLIC INVESTMENT FUND

Service Address: ALRAIDAH DIGITAL CITY, AL-NAKHEEL
RIYADH
SAUDI ARABIA
SA-01 11452

Legal Form: PUBLIC INVESTMENT FUND

Governing Law: LAW OF SAUDI ARABIA

<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.
<i>Nature of control</i>	The other registrable person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

Statement of Compliance

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

Name: **PUBLIC INVESTMENT FUND**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of NCUK INVESTMENT 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
Public Investment Fund	Authenticated Electronically

Dated: 20/01/2020