

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
OF A  
LIMITED LIABILITY PARTNERSHIP**

Partnership No. **OC425167**

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

**PASSION CAPITAL GC (GP) LLP**

is this day incorporated under the Limited Liability Partnerships Act 2000 as a limited liability partnership, that the partnership is limited, and the situation of its registered office is in England and Wales

Given at Companies House, Cardiff, on **7th December 2018**



\* NOC425167C \*



**Companies House**



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**



Companies House

**LLIN01**(ef)

**Application to register an LLP**



*Received for filing in Electronic Format on the: 07/12/2018*

X7KAIVFS

*LLP name in full:* **PASSION CAPITAL GC (GP) LLP**

*Company Type:* **Limited Liability Partnership**

*Situation of  
Registered Office:* **England and Wales**

*Proposed Registered  
Office Address:* **2ND FLOOR WHITE BEAR YARD 144A CLERKENWELL ROAD  
LONDON  
UNITED KINGDOM EC1R 5DF**

*At least two members named must be designated*

## ***LLP Members***

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*Type:* **Corporate**

*Name:* **PASSION CAPITAL INVESTMENTS II LLP**

*Registered or principal address:* **2ND FLOOR, WHITE BEAR YARD CLERKENWELL ROAD  
LONDON  
EC1R 5DF  
EC1R 5DF**

**European Economic Area (EEA) LLP**

*Register Location:* **UNITED KINGDOM**

*Registration Number:* **OC413439**

Appointment is for a Member

The members confirm that the person named has consented to act as a non-designated member

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*Type:* **Corporate**

*Name:* **PASSION CAPITAL II (CM) LIMITED**

*Registered or principal address:* **2ND FLOOR, WHITE BEAR YARD 144A CLERKENWELL ROAD  
LONDON  
EC1R 5DF  
EC1R 5DF**

**European Economic Area (EEA) LLP**

*Register Location:* **UNITED KINGDOM**

*Registration Number:* **11710451**

Appointment is for a Member

The members confirm that the person named has consented to act as a non-designated member

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<i>Type:</i>	<b>Person</b>
<i>Full Forename(s):</i>	<b>MS EILEEN</b>
<i>Surname:</i>	<b>BURBIDGE</b>
<i>Former Names:</i>	
<i>Country/State Usually Resident:</i>	<b>UNITED KINGDOM</b>
<i>Date of Birth:</i>	<b>**/06/1971</b>
<i>Service Address:</i>	<b>2ND FLOOR WHITE BEAR YARD 144A CLERKENWELL ROAD LONDON EC1R 5DF</b>

Appointment is for a Designated Member

The members confirm that the person named has consented to act as a designated member

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<i>Type:</i>	<b>Person</b>
<i>Full Forename(s):</i>	<b>MR ROBERT SIMON</b>
<i>Surname:</i>	<b>DIGHERO</b>
<i>Former Names:</i>	
<i>Country/State Usually Resident:</i>	<b>UNITED KINGDOM</b>
<i>Date of Birth:</i>	<b>**/04/1966</b>
<i>Service Address:</i>	<b>2ND FLOOR WHITE BEAR YARD 144A CLERKENWELL ROAD LONDON EC1R 5DF</b>

Appointment is for a Designated Member

The members confirm that the person named has consented to act as a designated member

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## ***Persons with Significant Control (PSC)***

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### **Statement of initial significant control**

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**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 LLP**

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## ***Individual Person with Significant Control details***

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*Names:* **MR ROBERT SIMON DIGHERO**

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

*Date of Birth:* **\*\*/04/1966** *Nationality:* **BRITISH**

*Service Address:* **2ND FLOOR WHITE BEAR YARD 144A  
CLERKENWELL ROAD  
LONDON  
EC1R 5DF**

*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.*

<i>Nature of control</i>	The person holds or is treated as holding, directly or indirectly, the right to share in more than 25% but not more than 50% of any surplus assets of the LLP on a winding up.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the LLP voting rights in the LLP.

## ***Individual Person with Significant Control details***

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*Names:* **MS EILEEN BURBIDGE**

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

*Date of Birth:* **\*\*/06/1971** *Nationality:* **AMERICAN**

*Service Address:* **2ND FLOOR WHITE BEAR YARD 144A  
CLERKENWELL ROAD  
LONDON  
EC1R 5DF**

*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.*

<i>Nature of control</i>	<b>The person holds or is treated as holding, directly or indirectly, the right to share in more than 25% but not more than 50% of any surplus assets of the LLP on a winding up.</b>
<i>Nature of control</i>	<b>The person holds, directly or indirectly, more than 25% but not more than 50% of the LLP voting rights in the LLP.</b>

## ***Statement of Compliance***

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

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## ***Authorisation***

*Authoriser Designation:*    **member**

*Authenticated*    **YES**

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