

FILE COPY



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

Company Number **565924**

The Registrar of Companies for Scotland, hereby certifies that

EQUITIX BRANTHAM SCOTTISH GP 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 Scotland

Given at Companies House, Edinburgh, on **15th May 2017**



* NSC565924M *



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: **15/05/2017**

X66H0YP4

*Company Name in
full:*

EQUITIX BRANTHAM SCOTTISH GP LIMITED

Company Type:

Private company limited by shares

*Situation of
Registered Office:*

Scotland

*Proposed Registered
Office Address:*

**CITYPOINT 65 HAYMARKET TERRACE
EDINBURGH
SCOTLAND EH12 5HD**

Sic Codes:

70100

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director ***1***

Type: **Person**

Full Forename(s): **ACHAL**

Surname: **BHUWANIA**

Former Names:

Service Address: **EQUITIX LTD
WELKEN HOUSE 10-11 CHARTERHOUSE SQUARE
LONDON
ENGLAND EC1M 6EH**

*Country/State Usually
Resident:* **ENGLAND**

Date of Birth: ****/02/1979** *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): **THOMAS**

Surname: **CUNNINGHAM**

Former Names:

Service Address: **EQUITIX LTD
WELKEN HOUSE 10-11 CHARTERHOUSE SQUARE
LONDON
ENGLAND EC1M 6EH**

*Country/State Usually
Resident:* **ENGLAND**

Date of Birth: ****/05/1975** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

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>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<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>	1
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **EQUITIX FUND HOLDCO 4
LIMITED**

Class of Shares: **ORDINARY**

Address **OGIER HOUSE ST. JULIANS
AVENUE
ST. PETER PORT
GUERNSEY
GY1 1WA**

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

Relevant Legal Entity (RLE) details

Company Name: **EQUITIX FUND HOLDCO 4 LIMITED**

Service Address: **OGIER HOUSE ST. JULIANS AVENUE
ST. PETER PORT
GUERNSEY
GY1 1WA**

Legal Form: **PRIVATE LIMITED COMPANY**

Governing Law: **THE COMPANIES (GUERNSEY) LAW 2008**

Register Location: **GUERNSEY REGISTRY**

Country/State: **GUERNSEY**

Registration Number: **09910190**

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.
<i>Nature of control</i>	The relevant legal entity 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.

memorandum delivered by an agent for the subscriber(s): **YES**

Agent's Name: **HARPER MACLEOD LLP**

Agent's Address: **THE CA'D'ORO 45 GORDON STREET
GLASGOW
UNITED KINGDOM
G1 3PE**

Authorisation

Authoriser Designation: **agent** *Authenticated* **YES**

Agent's Name: **HARPER MACLEOD LLP**

Agent's Address: **THE CA'D'ORO 45 GORDON STREET
GLASGOW
UNITED KINGDOM
G1 3PE**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of EQUITIX BRANTHAM SCOTTISH GP 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
Equitix Fund Holdco 4 Limited	Authenticated Electronically

Dated: 15/05/2017