

FILE COPY



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

Company Number **10393204**

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

OUR STAR CLUB 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 **26th September 2016**



* N103932049 *



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: **22/09/2016**

X5G3E1FD

Company Name in full: **OUR STAR CLUB LIMITED**

Company Type: **Private company limited by shares**

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

Proposed Registered Office Address: **CLEARWATER HOUSE (2ND FLOOR), 4-7 MANCHESTER STREET
LONDON
UNITED KINGDOM W1U 3AE**

Sic Codes: **58190**

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: **NYE**

Former Names:

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

Country/State Usually **SPAIN**

Resident:

Date of Birth: ****/02/1966** *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>	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>	100

Initial Shareholdings

Name: **SRG HOLDINGS S.A.R.L**

Address **64, RUE PRINCIPALE L-5367
SCHUTTRANGE
LUXEMBOURG
LUXEMBOURG
L-5367**

Class of Shares: **ORDINARY**

Number of shares: **60**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **60**

Amount paid: **0**

Name: **SIMON OLIVIERA**

Address **2ND FLOOR, 4-7
MANCHESTER STREET
LONDON
UNITED KINGDOM
W1U 3AE**

Class of Shares: **ORDINARY**

Number of shares: **20**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **20**

Amount paid: **0**

Name: **DAVID GARDNER**

Address **2ND FLOOR, CLEARWATER
HOUSE, 4-7 MANCHESTER
STREET
LONDON
UNITED KINGDOM
W1U 3AE**

Class of Shares: **ORDINARY**

Number of shares: **20**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **20**

Amount paid: **0**

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: **SRG HOLDINGS**

Service Address: **64 RUE PRINCIPALE
SCHUTTRANGE
LUXEMBOURG
L-5367**

Legal Form: **S.A.R.L**

Governing Law: **LIMITED LIABILITY**

Nature of control **The relevant legal entity holds, directly or indirectly, more than 50% but less than 75% of the shares in the company.**

Nature of control **The relevant legal entity holds, directly or indirectly, more than 50% but less than 75% 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: **SRG HOLDINGS S.A.R.L**

Authenticated **YES**

Name: **SIMON OLIVIERA**

Authenticated **YES**

Name: **DAVID GARDNER**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of OUR STAR CLUB 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
SRG Holdings S.a.r.l	Authenticated Electronically
Simon Olivier	Authenticated Electronically
David Gardner	Authenticated Electronically

Dated: 22/09/2016