# 900476454 12/04/2018

# TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 ETAS ID: TM500643

Stylesheet Version v1.2

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	ENTITY CONVERSION
RESUBMIT DOCUMENT ID:	900467626

# **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Symington Family Estates, Vinhos, Lda.		09/12/2016	Corporation: PORTUGAL

# **RECEIVING PARTY DATA**

Name:	Symington Family Estates, Vinhos, S.A.	
Street Address:	Travessa Barao de Forrester, No. 86	
City:	Vila Nova de Gaia	
State/Country:	PORTUGAL	
Entity Type:	Public Limited Company: PORTUGAL	

# **PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	4328100	SMITH WOODHOUSE

# **CORRESPONDENCE DATA**

**Fax Number:** 2157359305

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

**Phone:** 2157359302

Email: llondon@belleskatz.com

Correspondent Name: Lisa Peller London

Address Line 1: Belles Katz, LLC, 337 S. 18th Street
Address Line 4: Philadelphia, PENNSYLVANIA 19103

**ATTORNEY DOCKET NUMBER:** | WIL-TM34

# **DOMESTIC REPRESENTATIVE**

Name: Lisa Peller London

Address Line 1: Belles Katz, LLC, 337 S. 18th Street
Address Line 4: Philadelphia, PENNSYLVANIA 19103

NAME OF SUBMITTER:	Lisa Peller London
SIGNATURE:	/lisapellerlondon/
DATE SIGNED:	12/04/2018

TRADEMARK 900476454 REEL: 006493 FRAME: 0001

# Total Attachments: 14 source=Permanent Certificate - Darker Version#page1.tif source=Permanent Certificate - Darker Version#page2.tif source=Permanent Certificate - Darker Version#page3.tif source=Permanent Certificate - Darker Version#page4.tif source=Permanent Certificate - Darker Version#page5.tif source=Permanent Certificate - Darker Version#page6.tif source=Permanent Certificate - Darker Version#page7.tif source=Permanent Certificate - Darker Version#page8.tif source=Permanent Certificate - Darker Version#page9.tif source=Permanent Certificate - Darker Version#page10.tif source=Permanent Certificate - Darker Version#page11.tif source=Permanent Certificate - Darker Version#page12.tif source=Permanent Certificate - Darker Version#page13.tif source=Permanent Certificate - Darker Version#page13.tif

TRADEMARK
REEL: 006493 FRAME: 0002

### Acesso à Certidão Permanente



Certidão Permanente de Registos

Voltar Sair



# **Permanent Certificate** Access Code: 4116-4431-4485

The delivery of this access code to any public or private entity doesn't require the presentation of the certificate in paper version (article 75, nº 5 of Código do Registo Comercial (Commercial Registry Code))

### Registration

NIPC (Collective person/Registration identification number): 500251673 Company name: SYMINGTON FAMILY ESTATES, VINHOS, S.A. Legal status: PUBLIC LIMITED COMPANY

Registered head office: Travessa Barão de Forrester, nº 86 District: Oporto Municipality: Vila Nova de Gaia Parish: Santa Marinha e São Pedro da Afurada

4400 034 VILA NOVA DE GAIA

Object: production and trade of Port wine and other beverages, common and liqueur, spirit drinks, as well as of businesses with related companies, and also the purchase and sale of property, as well as the management, administration and exploitation of any own or other people's properties, for agricultural, commercial and industrial purposes.

Capital: 18.500.000,00 EUR

Main CAE (Statistical Classification of Economic Activities): 11021-R3

Secondary CAE (1): 11011-R3

Date of closure of financial year: 31 December

**Signature:** With the intervention of: a) of any two administrators; b) of an administrator and of a procuration holder, or two procuration holders, within the limits of respective powers of procuration; Continues consult record 13

Duration period of the Mandate(s): Triennial 2016/2018 Corporate Bodies/Liquidator/Judicial manager or administrator:

Name: PAUL DOUGLAS SYMINGTON

NIF/NIPC (taxpayer/collective person identification number): 168077140

Position: Chairman

Name: JOHN ANDREW DOUGLAS SYMINGTON

NIF/NIPC (taxpayer/collective person identification number): 180501550

Position: Member

Name: RUPERT ALEXANDER DOUGLAS SYMINGTON NIF/NIPC (taxpayer/collective person identification number): 206157797

Position: Member Name: CHARLES ANDREW NUNES SYMINGTON

NIF/NIPC (taxpayer/collective person identification number): 194660974 Position: Member

Name: ANTONIO JORGE MARQUEZ FILIPE

NIF/NIPC (taxpayer/collective person identification number): 177174684

Position: Member

Name: CARLOS ALBERTO SOARES CALDEIRA

NIF/NIPC (taxpayer/collective person identification number): 161017274

Name: JOSÉ LUÍS DE BARROS GOMES ALVARES RIBEIRO

NIF/NIPC (taxpayer/collective person identification number): 132674874 Position: Member

FISCAL BOARD:

Name: JOÃO CARLOS MIGUEL ALVES

NIF/NIPC (taxpayer/collective person identification number): 201621231

Position: Chairman

Name: MARTA MARIA MIRANDA DE ABREU BRANDÃO

NIF/NIPC (taxpayer/collective person identification number): 207138184

Name: ERNST & YOUNG AUDIT & ASSOCIADOS - SROC S.A. (STATUTORY AUDIT FIRM) NIF/NIPC (taxpayer/collective person identification number): 505988283 Position: Member and SROC (STATUTORY AUDIT FIRM) nº 178

ALTERNATE(S) OF THE FISCAL BOARD:

Name: PEDRO JORGE PINTO MONTEIRO DA SILVA E PAIVA NIF/NIPC (taxpayer/collective person identification number): 184437202 Position: Alternate and ROC (STATUTORY AUDITOR) nº 1258

Register office where documents are deposited: Conservatória do Registo Comercial de

elements of this registration do not dispense with the consultation of the records and their endorsements and annotations inasmuch as they define the legal position of the entity.

Records - Endorsements - Annotations

# Rec.1

PRESENTATION 30/19910527, PRESENTATION 31/19930720, PRESENTATION 30/19910527, PRESENTATION 31/19930720, PRESENTATION 05, 08, 07, 08, 09 and 10/19950125, PRESENTATION 21/19970701, PRESENTATION 22/19970701, PRESENTATION 12/19990518, PRESENTATION 11/19990618, PRESENTATION 12/19990618, PRESENTATION 23/20000630, PRESENTATION 29 and 30/20006724, PRESENTATION 27/20010907, PRESENTATION 7/20020617, PRESENTATION 30/20030630, PRESENTATION 22/20030709 - COMPANY'S incorporation deed and appointment of member(s) of the CORPORATE BODY(IES)

COMPANY NAME: SMITH, WOODHOUSE & CA LDA NIPC (Collective person/Registration identification number): 500251673 LEGAL STATUS: PRIVATE LIMITED COMPANY REGISTERED HEAD OFFICE: R REI RAMIRO 514-APARTADO 19 District: Oporto Municipality: Vila Nova de Gaia Parish: Vila Nova de Gaia (Santa Marinha) 4401 VILA NOVA GAIA CODEX

OBJECT: Export trade of Port wine and its derivatives, as well as all the related businesses.
CAPITAL: 72.583, 28 EUR

PARTNERS AND OUOTA:

QUOTA: 100,00 EUR

HOLDER: W. & J. Graham & Companhia, SA

QUOTA: 100,00 EUR

HOLDER: W. & J. Graham & Companhia, SA

QUOTA: 100,00 EUR

HOLDER: W. & J. Graham & Companhia, SA

OUOTA: 61.434,44 EUR

HOLDER: W. & J. Graham & Compania, SA

QUOTA: 3.616,28 EUR

HOLDER: W. & J. Graham & Compania, SA

**OUOTA: 3.616,28 EUR** 

HOLDER: W. & J. Graham & Compania, SA

QUOTA: 3.616,28 EUR

HOLDER: W. & J. Graham & Compania, SA

# SIGNATURE/CORPORATE BODIES:

Signature: Intervention of one manager, or of one or more procuration holders Structure of management: Carried out by one or more managers, elected in General Meeting.

APPOINTED BODY(IES):

# MANAGEMENT:

Peter Ronald Syminaton

Residence/Registered head office: Estrada da Circunvalação, n.º 13,780, Senhora

Matosinhos

Paul Douglas Symington Position: Manager

Residence/Registered head office: Quinta das Camélias, Rua de Medeiros, 17 Valadares

John Andrew Douglas Symington

Position: Manager Residence/Registered head office: Estrada Exterior da Circunvalação, n.º 13,648,

Matosinhos

**Dominic Maurice Symington** 

Position: Manager

Residence/Registered head office: Quinta de Santo António, Rua das Perlinhas,

227, Rio Tinto Gondomar

Rupert Alexander Douglas Symington

Position: Manager

Residence/Registered head office: Rua do Molhe, 392

Oporto

DATE OF DELIBERATION: 1999/03/30

Extract of records numbers 62,042 of Book EC-98, 10,090, 10,091 and 10,092 of the Book F-16, 13,283, 13,284, 13,285 and 13,286 of Book F-20 and 10,685 of Book F-13; Extract of records numbers 1, 5, 9, 10, 11, 12, 13, 14, 17, 22, 23, 24 and 25 of written file in paper. PUBLICATIONS: Records number 25 in 20020822, n.º 17, endorsement 2 and 23, endorsement 2 in 20031022.

Register Office: Conservatória do Registo Comercial de Vila Nova de Gaia Register Officer: O(A) Conservador(a) destacado(a), Maria Susana Leite dos Santos

# Rec.2 PRESENTATION 15/19951013 - MANDATE

MANDATARY(IES):

Name/Company name: Carlos Alberto Soares Caldeira

TERMS OF MANDATE

Powers: To accept or to address correspondence even with declared values; to withdraw, to accept, to cash bills of exchange, promissory notes, receipt statements and cheques; To deposit and withdraw cash in any Banks or Banking entities, Caixa Geral de Depósitos and Bank of Portugal, To settie and clear accounts with debtors and creditors, setting balances; To write discharge receipts; To sign terms of ball and responsibility, in Customs, Banks, Banking entities and Caixa Geral de Depósitos; To request and to promote registries and cancellations, provisional or definitive, in Commercial, Predial and Motor vehicle Register offices; To request and to promote registries of trademarks, company names and patents and everything else regarding the company's industrial property; To collect from post offices, railway and others the registered posts, orders, goods and everything else sent; To represent the company and soft offices, including the Institute do Vinho do Porto, Associação das Empresas de Vinho do Porto and in Casa do Douro to deal with all the subjects regarding to its properties and respective productions, being able, for such purpose, to carry out registries of properties, to sign manifests, to request for transfers of wines, to request spirit drinks, to request authorisation of benefits, to request certificates of Origin, to carry out cash withdrawals, signing the corresponding receipts, being also able to request for fundings and to sign securities of Warrent and of certificate of indebtedness with collateral arrangement, offering for the purposes the necessary guaranties, promoting, practising and signing everything necessary; to receive everything that belong to the company, both private and companies, Banks, Banking entities, Caixa Geral de Depósitos, Treasury, Administrative Bodies and Municipal Councils or of other public funds and, for the abovementioned purposes, to sign deeds, receipts, private or public documents, including offers and everything deemed necessary, with the terms and contributions

Extract of record number 8 of written file in paper.

Register Office: Conservatória do Registo Comercial de Vila Nova de Gala

Register Officer: O(A) Conservador(a) destacado(a), Maria Susana Leite dos Santos

# Rec.3 PRESENTATION 13/19990316 - MANDATE

MANDATARY(IES):

Name/Company name: Charles Andrew Nunes Symington

Name/Company name: José Luís de Barros Gomes Álvares Ribeiro

TERMS OF MANDATE

Powers: To purchase and sale wine; To accept or to address correspondence even with declared values; to withdraw, to accept, to cash bills of exchange, promissory notes, receipt statements and cheques; To deposit and withdraw cash in any Banks or Banking entities, Caixa Geral de Depósitos and Bank of Portugal; To settle and clear accounts with debtors and creditors, setting balances; To write receipts of discharge; To sign bills of lading and belongings; To carry out marine insurance and others. To sign terms of ball and responsibility, in Customs, Banks, Banking entities and Caixa Geral de Depósitos; To request and to promote registries of trademarks, company names and patents and everything else regarding the company's industrial property; To collect from post offices, railway and others the registered posts, orders, goods and everything else sent; To represent the company in any Government Offices, including the Instituto do Vinho do Porto, Associação das Empresas de Vinho de Porto, Comissão Interprofissional da Região Demarcada do Douro e Casa do Douro, signing all the necessary documents, even if related with Certificados de existência ou Titulos de Penhor de Aguardente; to receive everything that belong to the company, both private and companies, Banks, Banking entities, Caixa Geral de Depósitos; Treasury, Administrative Bodies and Municipal Councils or of other public funds and, for the abovementioned purposes, to sign deeds, receipts, private or public documents, including offers and everything deemed necessary, with the terms and conditions deemed convenient, to represent the company in all Revenue Offices, Administrative Bodies and Municipal Councils, signing statements on taxes and contributions, including annuiment securities; to represent the company in any court

or trial, granting forensic powers including to represent the company in any judicial proceeding, to confess, discontinue or reconcile; to request and to promote registries and cancellations in Commercial, Predial and Motor vehicle Register offices. Without the possibility of sub-delegating powers.

Date: 1998/06/08

Extract of record number 19 of written file in paper.
Register Office: Conservatória do Registo Comercial de Vila Nova de Gala
Register Officer: O(A) Conservador(a) destacado(a), Maria Susana Leite dos Santos

# Rec.4 PRESENTATION 14/19990316 - MANDATE

# MANDATARY(IES):

Name/Company name: António Júlio Comenda

Name/Company name: José Adalberto Vasques Almeida

### TERMS OF MANDATE:

Powers: To accept or to address correspondence even with declared values; To request and to promote registries and cancellations in Commercial, Predial and Motor vehicle Register offices; To collect from post offices, rallway and others the registered posts, orders, goods and everything else sent; To represent the company in any Government Offices, including the Institute do Vinho do Porto, Associação das Empresas de Vinho do Porto, Comissão Interprofissional da Região Demarcada do Douro e Casa do Douro, signing all the documents necessary to the request and acceptance of transfers of wines, manifests of production, orders of spirits drinks, certificates of origin and transit document; in the same bodies coordinators of the activity of the sector of production and export of the Port wine, to sign securities of Warrent and of certificate of indebtedness with collateral arrangement, offering for the purposes the necessary guaranties, promoting, practising and signing everything necessary; To represent the company in all Revenue Offices, Administrative Bodies and Municipal Councils, signing statements on taxes and contributions, including the withdrawal of annulment securities and also to deposit and withdrawal of cheques of the bank accounts in company's name in Banks in Pinhão. Date: 1998/06/08

Extract of record number 20 of written file in paper.
Register Office: Conservatória do Registo Comercial de Vila Nova de Gaia
Register Officer: O(A) Conservador(a) destacado(a), Maria Susana Leite dos Santos

# Rec.5 PRESENTATION 08/20040736, PRESENTATION 17/20040921 - DEMERGER PROJECT AND APPROVAL OF DEMERGER PROJECT

# ARRANGEMENT:

Demerger merger" (split of parts of patrimonies of the demerged companies "W. & J. Graham & Companhia, S.A" e "Warre & Companhia, S.A", without its voluntary liquidation, to merge them in the incorporating company "Smith Woodhouse & Companhia.").

# COMPANY(IES) WITH PARTICIPATION:

Smith Woodhouse & Companhia, Lda Registered head office: Rua Rei Ramiro, 514 - Santa marinha Vila Nova de Gaia

W. & J. Graham & Companhia, SA Registered head office: Rua Rei Ramiro, 514 - Santa Marinha Vila Nova de Gaïa

Warre & Companhia, SA Registered head office: Rua Barão de Forrester, 86 - Santa Marinha Vila Nova de Gaia

# AMENDMENTS AFFECTING THE INCORPORATING COMPANY:

SFPE, Vinhos, Limitada Registered head office: Travessa Barão de Forrester, 86 Vila Nova de Gaia

Object: Production and trade of Port wine and other beverages, common and liqueur, as well as of businesses with related companies, and also the purchase and sale of property, as well as the management, administration and exploitation of any own or other people's properties, for agricultural, commercial and industrial purposes. Capital: 10.000.000,00 EUR

# DATE OF DELIBERATION: 2004/09/20

Extract of record number 26 of written file in paper.
Register Office: Conservatória do Registo Comercial de Vila Nova de Gaia
Register Officer: O(A) Conservador(a) destacado(a), Maria Susana Leite dos Santos

# Rec. 6 PRESENTATION 10/20041103 - Provisional due to legal formalities - DEMERGER/MERGER, INCREASE AND AMENDMENT TO THE COMPANY'S

AMENDMENTS TO THE COMPANY'S INCORPORATION DEED:

REGISTERED HEAD OFFICE: Travessa Barão de Forrester, 86 District: Oporto Municipality: Vila Nova de Gaia Parish: Vila Nova de Gaia (Santa Marinha)

Vila Nova de Gala

OBJECT: Production and trade of Port wine and other beverages, common and liqueur, as well as of businesses with related companies, and also the purchase and sale of property, as well as the management, administration and exploitation of any own or other people's properties, for agricultural, commercial and industrial

Amount of increase: 9927416.72 EUR Paid-in amount: 9927416.72

Arrangement and form of subscription: 3.500.000,00 EUR by incorporation arising from the demerger/merger of "Warre & Companhia, SA"; and 6.427.416,72 EUR by incorporation of free reserves.

Capital after increase: 10000000.00 EUR AMENDED ARTICLE(S): 1st and 2nd and number 1 of 4th

PARTNERS AND OUOTA:

OUOTA: 10.000.000.00 EUR

HOLDER: W. & J. Graham & Companhia, SA

Demerger merger" (split of parts of patrimonies of the demerged companies "W. & J. Graham & Companhia, S.A." a "Warre & Companhia, S.A.", without its voluntary liquidation, to merge them in the incorporating company "Smith Woodhouse & Companhia, Lda."). Extract of record number 27 of written file in paper. Register Office: Conservatória do Registo Comercial de Vila Nova de Gala Register Officer: O(A) Conservador(a) destacado(a), Maria Susana Leite dos Santos

# PRESENTATION 21/20041203 - CONVERTED

Register Office: Conservatória do Registo Comercial de Vila Nova de Register Officer: O(A) Conservador(a), Emanuel de Oliveira Ramos

### , Presentation presentation 30/19910527, presentation Rec.7

03/19920527, PRESENTATION 40/19930528, PRESENTATION 37/19940525, PRESENTATION 33/19950619, PRESENTATION 19/19960605, PRESENTATION 04/19970528, PRESENTATION 59/19980729, PRESENTATION 21/19990526, SUBMISSION OF ACCOUNTS 3613/20000620, SUBMISSION OF ACCOUNTS 3283/20010703, SUBMISSION OF ACCOUNTS 26/20020625, SUBMISSION OF ACCOUNTS 169/20030701, SUBMISSION OF ACCOUNTS 70/20040625 - SUBMISSION OF INDIVIDUAL ACCOUNTS

Financial years: 1990, 1991, 1992, 1993, 1994, 1995, 1996, 1997, 1998, 1999, 2000, 2001, 2002, 2003. Extract of records numbers 2, 3, 4, 6, 7, 15, 16, 18, 21 of written file in paper and the external deposits to written file in paper. Register Office: Conservatória do Registo Comercial de Vila Nova de Gaia Register Officer: O(A) Conservador(a) destacado(a), Maria Susana Leite dos Santos

# PRESENTATION 22/20050106 - SHARE CAPITAL INCREASE AND AMENDMENT TO THE COMPANY'S INCORPORATION DEED

COMPANY NAME: SYMINGTON FAMILY ESTATES, VINHOS, LDA

AMENDED ARTICLE(S): 1st and 4th number 1

Amount of increase: 8500000.00 EUR Paid-in amount: 8500000,00 €

Arrangement and form of subscription: In kind regarding 8.499.700,00 EUR subscribed by the new partner \* "Silva & Cosens, Ltd"; and in cash, subscribed regarding 300,00 EUR by the entry of three new partners: Paul Douglas Syminton; -John Andrew Douglas Symington and Rupert Alexander Douglas Symington - with the

creation of 4 new quotas. Capital after increase: 18500000.00 EUR

PARTNERS AND QUOTA:

QUOTA: 10.000.000,00 EUR

HOLDER: "W. & J. Grahan & Companhia, S.A."

QUOTA: 8.499.700, 00

HOLDER: "Silva & Cosens, Limited" NIPC (Collective person/Registration identification number): 980104688 Registered head office: Travessa Baron Forrester, Apartado 14, Santa Marinha Vila Nova de Gala

QUOTA: 100,00 EUR

HOLDER: John Andrew Douglas Symington NIF (TAXPAYER IDENTIFICATION NUMBER): 180501550 Marital status: Married Name of spouse: Helen Yvonne Symington

Matrimonial property regime: Separation Residence: Estrada Exterior da Circunvalação, nº. 13.648, Senhora da Hora

QUOTA: 100,00 EUR

HOLDER: Ruper Alexander Douglas Symington NIF (TAXPAYER IDENTIFICATION NUMBER): 206157797 Marital status: Married Name of spouse: Mariquita Anne Gates Symington Matrimonial property regime: In community of property Residence: Rua Corte Real, nº. 297 Oporto

**OUOTA: 100,00 EUR** 

HOLDER: Paul Douglas Symington NIF (TAXPAYER IDENTIFICATION NUMBER): 168077140

Marital status: Married Name of spouse: Jane Carolina Symington

Matrimonial property regime: Separation Residence: "Quinta das Camélias", Rua de Medeiros, nº. 17, Valadares

Register Office: Conservatória do Registo Comercial de Vila Nova de Gala Register Officer: O(A) Conservador(a), Emanuel de Oliveira Ramos

### SUBMISSION OF ACCOUNTS 93/20050627 - SUBMISSION OF INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2004

Register Office: Conservatória do Registo Comercial de Vila Nova de Gaía Register Officer: O(A) Adjunto(a) do Conservador, Maria de Fátima Dias Monteiro

# Rec. 10 Presentation 8/20051228 - Issue of Bonds Through Private Offer

Global amount: 3000000.00 EUR Nominal value for each bond: 5.00 EUR Number of bonds to issue: 600.000 Date of the deliberation of issue: 7 October 2005

Register Office: Conservatória do Registo Comercial de Vila Nova de Gaia Register Officer: O(A) Adjunto(a) do Conservador, Maria Fernanda Barbosa Carneiro

### Rec.11 PRESENTATION 492/20060629 - SUBMISSION OF INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2005

Register Office: Conservatória do Registo Comercial de Vila Nova de Gaia Register Officer: O(A) Ajudante por delegação, Arminda Rosa Pinto Amaral de Moura

Annotation 1 - 20061114 - Published at http://www.mj.gov.pt/publicacoes.

Register Office: Conservatória do Registo Comercial de Vila Nova de Gaia Register Officer: O(A) Ajudante por delegação, Arminda Rosa Pinto Amaral de Moura

### Rec.12 PRESENTATION 22/20070227 16:07: 07 - DEMERGER/MERGER AND AMENDMENT OF ARTICLE 2° OF THE COMPANY'S INCORPORATION DEED

AMENDMENTS TO THE COMPANY'S INCORPORATION DEED:

OBJECT: Production and trade of Port wine and other beverages, common and liqueur, spirit drinks, as well as of businesses with related companies, and also the purchase and sale of property, as well as the menagement, administration and exploitation of any own or other people's properties, for agricultural, commercial and industrial purposes.

Date of deliberation:

26 December 2006

REGISTER OF HEAD OFFICE:

District: Oporto

Municipality: Vila Nova de Gala Register Office: CRCOM.VNGAIA

Conclusion of the project configured in Deposit 75/2006 - 11-17 16:18:23.

Register Office: Conservatória do Registo Comercial de Vila Nova de Gala Register Officer: O(A) Adjunto(a) do Conservador, Maria de Fátima Dias Monteiro

Annotation 1 - 20070323 - Published at http://www.mj.gov.pt/publicacoes.

Register Office: Conservatória do Registo Comercial de Vila Nova de Gaia Register Officer: O(A) Adjunto(a) do Conservador, Maria de Fátima Dias Monteiro Pereira Pinto

# Presentation 1/20160912 14:56: 51 UTC - Transformation into Public Limited Company (s.a.) and appointment of member(s) of Rec.13 THE CORPORATE BODY(IES)

COMPANY NAME: SYMINGTON FAMILY ESTATES, VINHOS, S.A. NIPC (Collective person/Registration identification number): 500251673 LEGAL STATUS: Public limited company

OBJECT: production and trade of Port wine and other beverages, common and liqueur, spirit drinks, as well as of businesses with related companies, and also the purchase and sale of property, as well as the management, administration and exploitation of any own or other people's properties, for agricultural, commercial and

CAPITAL: 18.500.000,00 EUR

Number of shares: 3700000 Nominal value: 5.00 EUR Status: Nomina

# SIGNATURE/CORPORATE BODIES:

Signature: With the intervention of: a) of any two administrators; b) of an administrator and of a procuration holder, or two procuration holders, within the limits of respective powers of procuration; c) of a single administrator to whom has been granted with powers by the Board of Directors for a specific purpose; d) of a procuration holder appointed for a specific purpose Board of Directors structure: Board of Directors, constituted by a Chairman and two,

four, six or eight Members

Fiscal Board structure: Fiscal board, constituted by three full members and an alternate, being one of the full members and the alternate ROC (STATUTORY AUDITOR) or SROC (STATUTORY AUDIT FIRM) Duration period of the mandates: three years

Date of deliberation: 08 of September of 2016

Amended article(s): Recasting of the incorporation deed for public limited company, without amendment of company name, registered head office, object and capital

### APPOINTED BODY(IES)

### BOARD OF DIRECTORS:

Name/Company name: PAUL DOUGLAS SYMINGTON NIF/NIPC (taxpayer/collective person identification number): 168077140 Position: Chairman

Residence/Registered head office: "Quinta das Camélias", Rua de Medeiros, nº. 17

4405 - 573 Valadares - Vila Nova de Gala

Name/Company name: JOHN ANDREW DOUGLAS SYMINGTON

NIF/NIPC (taxpayer/collective person identification number): 180501550 Position: Member

Residence/Registered head office: Estrada Exterior da Circunvalação, nº. 13.648 -

4460 - 286 Senhora da Hora - Matosinhos

Name/Company name: RUPERT ALEXANDER DOUGLAS SYMINGTON NIF/NIPC (taxpayer/collective person identification number): 206157797 Position: Member

Residence/Registered head office: Rua Corte Real, no. 297

4150 - 527 Oporto

# FISCAL BOARD:

Name/Company name: JOÃO CARLOS MIGUEL ALVES

NIF/NIPC (taxpayer/collective person identification number): 201621231

Residence/Registered head office: Vila Azulina - Rua Fausto Figueiredo - Birre 2750 - 073 Cascais

Name/Company name: MARTA MARIA MIRANDA DE ABREU BRANDÃO NIF/NIPC (taxpayer/collective person identification number): 207138184

Position: Member

Residence/Registered head office: Praça Artur Santos Silva, nº 40 - 2º esq.º

4200 - 534 Oporto

Name/Company name: ERNST & YOUNG AUDIT & ASSOCIADOS - SROC 5.A. (STATUTORY AUDIT FIRM)

NIF/NIPC (taxpayer/collective person identification number): 505988283 Position: Member and SROC (STATUTORY AUDIT FIRM) nº 178 Residence/Registered head office: Av.ª da República, nº 90, 6º 1600 - 206 Lisbon

# ALTERNATE(S) OF THE FISCAL BOARD:

Name/Company name: PEDRO JORGE PINTO MONTEIRO DA SILVA E PAIVA NIF/NIPC (taxpayer/collective person identification number): 184437202
Position: Alternate and ROC (STATUTORY AUDITOR) nº 1258
Residence/Registered head office: Rua da sociedade Nacional dos Fósforos, nº

202, 4º a, Hab. 2 4150 - 037 Oporto

Duration period of the mandate(s): Triennial - 2016/2018 Date of deliberation: 08 September 2016

The Member and SROC (STATUTORY AUDIT FIRM) of the fiscal board is represented by Rui Manuel da Cunha Vieira, NIF (TAXPAYER IDENTIFICATION NUMBER) 185 961 827, Roc (Statutory Auditor) no 1154, resident in Rua da Lagarta, no 5, CP 4500-051

Register Office: Cartório Notarial de Competência Especializada Porto Register Officer: O(a) Notario(a) do CNCE, Sandra Marisa Teixeira B. Vitorino

Annotation 1 - 20160913 - Published at http://www.mj.gov.pt/publicacoes. Register Office: Cartório Notarial de Competência Especializada Porto Register Officer: O(a) Notario(a) do CNCE, Sandra Marisa Telxeira 8. Vitorino

# Rec.14 PRESENTATION 8/20171012 11:47: 59 UTC - AMENDMENTS TO THE COMPANY'S INCORPORATION DEED

Amended article(s): Article 4 and numbers 2 and 12 of article 5° and addition no 12 to sub-paragraph c).

Register Office: Cartório Notarial de Competência Especializada Porto Register Officer: O(a) Notario(a) do CNCE, Sandra Marisa Teixeira B. Vitorino

Annotation 1 - 20171016 - Published at http://www.mj.gov.pt/publicacoes. Register Office: Cartório Notarial de Competência Especializada Porto Register Officer: O(a) Notario(a) do CNCE, Sandra Marisa Teixeira B. Vitorino

# Rec.15 PRESENTATION 2/20171228 17:01: 59 UTC - MERGER AND SHARE CAPITAL INCREASE

# ARRANGEMENT:

Merger by incorporation by means of the overall transfer of patrimony from the incorporated companies to the incorporating company, in accordance with the arrangement foreseen in sub-paragraph a) of  $n^0$  4 of article 97 CSC (Portuguese Companies Acts), with the cancellation of the incorporated companies

COMPANY(IES) WITH PARTICIPATION: INCORPORATING:

SYMINGTON FAMILY ESTATES, VINHOS, S.A.
NIPC (Collective person/Registration identification number): 500251673
Registered head office: Travessa Barão de Forrester, nº 86
District: Oporto Municipality: Vila Nova de Gaia Parish: Santa Marinha and 5ão Pedro da Alurada
4400 - 034 Vila Nova de Gaia

COMPANY(IES) WITH PARTICIPATION: INCORPORATED/MERGED:

SYMINGTON - VINHOS S.A.
NIPC (Collective person/Registration identification number): \$03249173
Registered head office: Travessa Barão de Forrester, nº 86
District: Oporto Municipality: Vila Nova de Gaia Parish: Santa Marinha and São Pedro da Afurada
4400 - 034 Vila Nova de Gaia

SOCIEDADE AGRÍCOLA DA QUINTA DO VESÚVIO LDA NIPC (Collective person/Registration identification number): <u>500263957</u> Registered head office: Quinta do Vesúvio District: Guarda Municipality: Vila Nova de Foz Côa Parish: Numão 5155 - 638 Cedovim

Date of deliberation: 27 December 2017 Deposit number of the project: Deposit 177/2017-11-13 15:31: 34 UTC

Amount of increase: 16500000.00 EUR
Arrangement and form of subscription: Through the issuance of 3.300.00 shares with
nominal value of 5,00€ each, paid up through the transfer of patrimony resulting
from the merger and entry of a new shareholder, Silva & Cosens, LTD, 980 104 698,
NIPC (Collective person/Registration identification number) subscribed with
considerations in kind.

Capital after Increase: 35.000.000,00 EUR Amended article(s): Article 40

# SHARES:

Number of shares: 7000000 Nominal value: 5.00 EUR Status: Nomitativas

Register Office: Cartório Notarial de Competência Especializada Porto Register Officer: O(a) Notario(a) do CNCE, Sandra Marisa Teixeira B. Vitorino

Annotation 1 - 20171229 - Published at http://www.mj.gov.pt/publicacoes. Register Office: Cartório Notarial de Competência Especializada Porto Register Officer: O(a) Notario(a) do CNCE, Sandra Marisa Telxeira B. Vitorino

# Rec.16 Presentation 3/20171229 15:22: 50 UTC - APPOINTMENT OF MEMBER(S) OF THE CORPORATE BODY(IES)

# APPOINTED BODY(IES):

# BOARD OF DIRECTORS:

Name/Company name: CHARLES ANDREW NUNES SYMINGTON NIF/NIPC (taxpayer/collective person identification number): 194660974 Position: Member Residence/Registered head office: Calçada dos Ingleses, n º 9 4150 - 407 Oporto

Name/Company name: ANTONIO JORGE MARQUEZ FILIPE NIF/NIPC (taxpayer/collective person identification number): 177174684 Position: Member Residence/Registered head office: Rus de São João de Brito, nº 132 4100 - 452 Oporto

Name/Company name: CARLOS ALBERTO SOARES CALDEIRA NIF/NIPC (taxpayer/collective person identification number): 161017274 Position: Member

Residence/Registered head office: Rua António Cardoso, nº 376

4150 - 742 Oporto

Name/Company name: JOSÉ LUÍS DE BARROS GOMES ALVARES RIBETRO NIF/NIPC (taxpayer/collective person identification number): 132674874 Position: Member

Residence/Registered head office: Rua Fonte da Moura, nº 156 4100 - 250 Oporto

Duration period of the mandate(s): Ongoing mandate triennial 2016/2018 Date of deliberation: 27 of December of 2017

Register Office: Cartório Notarial de Competência Especializada Porto Register Officer: O(a) Notario(a) do CNCE, Sandra Marisa Teixeira B. Vitorino

Annotation 1 - 20171229 - Published at http://www.mj.gov.pt/publicacoes. Register Office: Cartório Notarial de Competência Especializada Porto Register Officer: O(a) Notario(a) do CNCE, Sandra Marisa Teixeira B. Vitorino

### Deposit Mentions - Annotations

# Mention Deposit 75/2006-11-17 16:18: 23 - DEMERGER PROJECT

DEMERGER-MERGER PROJECT (split of part of patrimony from the demerged company to merger in the incorporating company).

COMPANY(IES) WITH PARTICIPATION:

SYMINGTON FAMILY ESTATES, VINHOS LDA (incorporating company) Registered head office: Travessa Barão de Forrester, 86 District: Oporto Municipality: Vila Nova de Gala Parish: Vila Nova de Gala (Santa Marinha) 4400 - 34 Vila Nova de Gaia

MARTINEZ GASSIOT, VINHOS, SA (demerged company) Registered head office: Rua das Coradas, 13 District: Oporto Municipality: Vila Nova de Gaia Parish: Vila Nova de Gaia (Santa 4400 - 99 Vila Nova de Gaia

Applicant and responsible for the registry: EUGÉNIO OLIVEIRA - Lawyer - license n° Register Office: Conservatória do Registo Comercial de Vila Nova de Gaia

Register Officer: O(A) Ajudante, Elsa Teixeira Soares

Annotation 1 - 20061124 - Published at http://www.mj.gov.pt/publicacoes.

## Mention DEPOSIT 7411/2007-09-17 17:26: 55 UTC - SUBMISSION OF INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2006

Issued Legal Certification of Accounts, with examination assessed as follows: With

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS

Mention undertaken pursuant to Decree-Law nº 8/2007 of 17 January

Annotation 1 - 20070917 - Published at http://www.mj.gov.pt/publicacoes

### DEPOSIT 9143/2007-09-28 13:35: 41 UTC - UPDATE - SUBMISSION OF Mention INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2006

Issued Legal Certification of Accounts, with examination assessed as follows: With

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS LDA

Mention undertaken pursuant to Decree-Law no 8/2007 of 17 January

# Annotation 1 - 20070928 - Published at http://www.mj.gov.pt/publicacoes

### Mention DEPOSIT 7394/2008-07-09 18:09: 06 UTC - SUBMISSION OF INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2007

Issued Legal Certification of Accounts, with examination assessed as follows: With

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS

Mention undertaken pursuant to Decree-Law nº 8/2007 of 17 January

Annotation 1 - 20080709 - Published at http://www.mj.gov.pt/publicacoes

### Mention DEPOSIT 5294/2009-07-25 19:41: 56 UTC - SUBMISSION OF INDIVIDUAL **ACCOUNTS**

Year of submission of accounts: 2008

Issued Legal Certification of Accounts, with examination assessed as follows: With

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS Mention undertaken pursuant to Decree-Law nº 8/2007 of 17 January

# Annotation 1 - 20090725 - Published at http://www.mj.gov.pt/publicacoes

### Mention Deposit mention 9084/18-09-2009 - Mandate

# MANDATARY(IES):

Name: Luís Manuel de Moura Rodrigues Martins NIF (TAXPAYER IDENTIFICATION NUMBER): 161193129 Marital status: Married Name of spouse: Maria do Céu Gonçalves Dias Gaspar NIF of spouse: 107344300 Matrimonial property regime: In community of property Residence: Rua Pêro Escobar (Leça da Palmeira), Número 347 Post code: 4450-771 MATOSINHOS

Date of entry into effect: 26-08-2009

Requested by: Eugénio Oliveira Mention undertaken by the presentor pursuant to article 55-A, nº 4 of Código do registo comercial (commercial registry code) 18-09-2009 01:45: 03 UTC

## Mention Deposit mention 9085/18-09-2009 - Mandate

# MANDATARY(IES):

Name: Pedro Maria de Sousa Leal da Costa

NIF (TAXPAYER IDENTIFICATION NUMBER): 135448476 Marital status: Divorced

Residence: Avenida D. Luís I, Número 36, 2º

Post code: 2720-189 Alfragide

Name: André Avelino de Almeida Basílio NIF (TAXPAYER IDENTIFICATION NUMBER): 122849566

Marital status: Married

Name of spouse: Maria Luísa da Conceição Ferreira Basílio

NIF of spouse: 122849604 Matrimonial property regime: In community of property Residence: Urbanização Monsanto, Lote 30

Post code: 5100-189 LAMEGO

Date of entry into effect: 26-08-2009

Requested by: Eugénio Oliveira Mention undertaken by the presentor pursuant to article 55-A, nº 4 of Código do registo comercial (commercial registry code) 18-09-2009 01:45: 06 UTC

# Mention DEPOSIT 5863/2010-07-16 20:16: 52 UTC - SUBMISSION OF INDIVIDUAL

Year of submission of accounts: 2009

Issued Legal Certification of Accounts, with examination assessed as follows: With

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS

Mention undertaken pursuant to Decree-Law no 8/2007 of 17 January

Annotation 1 - 20100716 - Published at http://www.mj.gov.pt/publicacoes

# Mention DEPOSIT 8167/2010-07-27 18:10: 21 UTC - UPDATE - SUBMISSION OF INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2009

Issued Legal Certification of Accounts, with examination assessed as follows: With

Portal da Empresa Page 11 of 13

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS LDA

Annotation 1 - 20100727 - Published at http://www.mj.gov.pt/publicacoes

# Mention DEPOSIT \$165/2011-10-04 21:06: 22 UTC - SUBMISSION OF INDIVIDUAL ACCOUNTS

Mention undertaken pursuant to Decree-Law nº 8/2007 of 17 January

Year of submission of accounts: 2010 (2010-01-01 to 2010-12-31)

Issued Legal Certification of Accounts, with examination assessed as follows: With emphases

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS LD4

Mention undertaken pursuant to Decree-Law nº 8/2007 of 17 January

Annotation 1 - 20111004 - Published at http://www.mj.gov.pt/publicacoes

# Mention DEPOSIT 8997/2011-10-27 20:10: 32 UTC - UPDATE - SUBMISSION OF INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2010 (2010-01-01 to 2010-12-31)

Issued Legal Certification of Accounts, with examination assessed as follows: With emphases

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS LDA

Mention undertaken pursuant to Decree-Law nº 8/2007 of 17 January

Annotation 1 - 20111027 - Published at http://www.mj.gov.pt/publicacoes

# Mention DEPOSIT 7932/2012-07-31 21:53: 52 UTC - SUBMISSION OF INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2011 (2011-01-01 to 2011-12-31)

Issued Legal Certification of Accounts, with examination assessed as follows: Without reservations

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS LDA

Mention undertaken pursuant to Decree-Law no 8/2007 of 17 January

Annotation 1 - 20120731 - Published at http://www.mj.gov.pt/publicacoes

# Mention DEPOSIT 7781/2013-07-19 23:45: 36 UTC - SUBMISSION OF INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2012 (2012-01-01 to 2012-12-31)

Issued Legal Certification of Accounts, with examination assessed as follows: Without reservations

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS LDA

Mention undertaken pursuant to Decree-Law nº 6/2007 of 17 January

Annotation 1 - 20130719 - Published at http://www.mj.gov.pt/publicacoes

# Mention DEPOSIT 7668/2014-07-18 00:57: 12 UTC - SUBMISSION OF INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2013 (2013-01-01 to 2013-12-31)

Issued Legal Certification of Accounts, with examination assessed as follows: Without reservations

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS LDA Mention undertaken pursuant to Decree-Law no 8/2007 of 17 January

Annotation 1 - 20140718 - Published at http://www.mj.gov.pt/gublicacoes

# Mention DEPOSIT 7552/2015-07-17 06:06: 59 UTC - SUBMISSION OF INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2014 (2014-01-01 to 2014-12-31)

Issued Legal Certification of Accounts, with examination assessed as follows:

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS LDA

Mention undertaken pursuant to Decree-Law nº 8/2007 of 17 January

Annotation 1 - 20150717 - Published at http://www.mj.gov.pt/publicacoes

# Mention Deposit 78/2016-01-28 11:39: 37 UTC - ISSUE OF BONDS THROUGH PRIVATE OFFER

Amount of issue: 3000000.00 EUR Nominal value for each bond: 5.00 EUR Date of deliberation: 2 September 2015

Applicant and responsible for the registry, EUGÉNIO OLIVEIRA, Lawyer, Professional licence n.º 6485F Address: TRAV. BARÃO DE FORRESTER, 86 Post code: 4400-034 VILA NOVA DE GAIA

Commercial Register Office VIIa Nova de Gaia Register Officer: O(A) Ajudante, Eisa Teixeira Soares

Annotation 1 - 20160129 - Published at http://www.mj.gov.pt/publicacoes.

# Mention DEPOSIT 8721/2016-07-26 21:18: 59 UTC - SUBMISSION OF INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2015 (2015-01-01 to 2015-12-31)

Issued Legal Certification of Accounts, with examination assessed as follows: Without reservations

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS LDA

Mention undertaken pursuant to Decree-Law no 8/2007 of 17 January

Annotation 1 - 20160726 - Published at http://www.mj.gov.pt/publicacoes

# Mention DEPOSIT 7695/2017-07-26 22:07: 41 UTC - SUBMISSION OF INDIVIDUAL ACCOUNTS

Year of submission of accounts: 2016 (2016-01-01 to 2016-12-31)

Issued Legal Certification of Accounts, with examination assessed as follows: Without reservations

Applicant and responsible for the registry: SYMINGTON FAMILY ESTATES VINHOS S

Mention undertaken pursuant to Decree-Law nº 8/2007 of 17 January

Annotation 1 - 20170726 - Published at http://www.mj.gov.pt/publicacoes

# Mention Deposit 177/2017-11-13 15:31: 34 UTC - MERGER PROJECT

# ARRANGEMENT:

By incorporation by means of the overall transfer of patrimony from the incorporated companies to the incorporating company under the arrangement foreseen in sub-paragraph a) of nº 4 of article 97° of the CSC (Portuguese Companies Acts)

# COMPANY(IES) WITH PARTICIPATION:

SYMINGTON FAMILY ESTATES, WINES, S.A., (INCORPORATING COMPANY) NIPC (Collective person/Registration identification number): 500251673 Registered head office: Travessa Baron Forrester, nº 86 District: Oporto Municipality: Vila Nova de Gala Parish: Santa Marinha and São Pedro da Afurada 4400 - 034 Vila Nova de Gala

SYMINGTON - VINHOS S.A. (INCORPORATED COMPANY)
NIPC (Collective person/Registration identification number): \$03249173
Registered head office: Travessa Baron Forrester, nº 86
District: Oporto Municipality: Vila Nova de Gaia Parish: Santa Marinha and São
Pedro da Afurada
4400 - 034 Vila Nova de Gala

SOCIEDADE AGRÍCOLA DA QUINTA DO VESÚVIO, LDA, LDA (INCORPORATED COMPANY)
NIPC (Collective person/Registration identification number): 500263957
Registered head office: Auinta do Vesúvio
District: Guarda Municipality: Vila Nova de Foz Côa Parish: Cedovim
5155 - 633 Cedovim

Applicant and responsible for the registry, EUGÉNIO OLIVEIRA, Lawyer, Professional licence n.º 6485P Address: TRAV. BARÃO DE FORRESTER, 86 Post code: 4400-034 VILA NOVA DE GAIA

Register Office: Cartório Notarial de Competência Especializada Porto Register Officer: O(A) Ajudante, Olga Maria Dias Ferreira Correia

Annotation 1 - 20171114 - Published at http://www.mj.gov.pt/publicacoes.

# Mention Deposit 59/2018-04-11 13:39: 58 UTC - MANDATE

MANDATARY(IES)

Page 13 of 13 Portal da Empresa

> Name/Company name: DOMINIC MAURICE SYMINGTON NIF/NIPC (taxpayer/collective person identification number): 167734652 Residence/Registered head office: Quita do Santo António, Rua das Perlinhas, nº 227 4435 - 393 Rio Tinto

TERMS OF MANDATE:

Date of beginning of entry into effect: 18 of January of 2018

Applicant and responsible for the registry, EUGENIO OLIVEIRA, Lawyer, Professional licence n.º 6485P Address: TRAV. BARÃO DE FORRESTER, 86 Post code: 4400-034 VILA NOVA DE GAIA

Permanent certificate subscribed in 15-06-2018 and valid until 15-06-2019

End of Certificate

Important Note:

No need for printing. Present the access code to any public or private entity whenever a commercial registry certificate is required.

REEL: 006493 FRAME: 0015

TRADEMARK REEL: 006493 FRAME: 0016

RECORDED: 09/26/2018