

**Return of Allotment of Shares**Company Name: **HOWDEN GROUP HOLDINGS LIMITED**Company Number: **02937398**Received for filing in Electronic Format on the: **08/02/2023**

XBWYC1BU

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>09/01/2023</b>	

<b>Class of Shares:</b>	<b>A ORDINARY</b>	Number allotted	<b>21006715</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.01</b>
		Amount paid:	<b>41</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

<b>Class of Shares:</b>	<b>G ORDINARY</b>	Number allotted	<b>6232530</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.00001</b>
		Amount paid:	<b>0.813339</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

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## Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>142323930</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>1423239.3</b>

Currency: **GBP**

Prescribed particulars

**A ORDINARY SHARES SHALL CARRY ONE VOTE PER SHARE IN ALL RESPECTS, SUBJECT TO EXCEPTIONAL CIRCUMSTANCES AND ANY SPECIAL RIGHTS OR RESTRICTIONS AS TO VOTING ATTACHED TO ANY SHARES BY OR IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION. EXCEPTIONAL CIRCUMSTANCES ARE CONSIDERED TO BE: (I) ON ANY RESOLUTION TO REMOVE A `MAJOR SHAREHOLDER? DIRECTOR THE SHARES HELD BY THE `MAJOR SHAREHOLDER? SHALL CARRY VOTES EQUAL TO 51% OF ALL VOTES CAST, AND (II) WHERE THERE IS AN "EMERGENCY SHARE ISSUE", THE SHARES HELD BY THE "MAJOR SHAREHOLDERS" PARTICIPATING IN SUCH ISSUE SHALL CONFER ON SUCH PARTICIPATING "MAJOR SHAREHOLDER" THE RIGHT TO EXERCISE, IN AGGREGATE, NO FEWER THAN 75% OF THE TOTAL NUMBER OF VOTES OF ALL THE HOLDERS OF SHARES. A ORDINARY SHARES HAVE A RIGHT TO DIVIDENDS AND OTHER DISTRIBUTIONS AND TO A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, SUBJECT TO A PRESCRIBED CALCULATION IN RESPECT OF ORDER OF PAYMENT. A ORDINARY SHARES ARE NOT REDEEMABLE.**

<b>Class of Shares:</b>	<b>D</b>	Number allotted	<b>61274901</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>612.74901</b>

Currency: **GBP**

Prescribed particulars

**D ORDINARY SHARES DO NOT CARRY ANY VOTING RIGHTS. D ORDINARY SHARES DO NOT CARRY RIGHTS TO DIVIDENDS AND OTHER DISTRIBUTIONS. D ORDINARY SHARES ARE ENTITLED TO A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, SUBJECT TO A PRESCRIBED CALCULATION IN RESPECT OF ORDER OF PAYMENT. D ORDINARY SHARES ARE NOT REDEEMABLE.**

<b>Class of Shares:</b>	<b>E</b>	Number allotted	<b>12256541</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>122.56541</b>

Currency: **GBP**

Prescribed particulars

**E ORDINARY SHARES DO NOT CARRY ANY VOTING RIGHTS. IN RESPECT OF DIVIDENDS, (I) NO DIVIDEND SHALL BE PAID IN RESPECT OF ANY E ORDINARY SHARE UNLESS THE AGGREGATE OF THE DIVIDENDS PAID ON EACH A ORDINARY SHARE THEN IN ISSUES DURING THE PERIOD IN WHICH THE E ORDINARY SHARE HAS BEEN IN ISSUE, EXCEEDS #0.20 PER A ORDINARY SHARE THEN IN ISSUE; AND (II) THE AMOUNT OF DIVIDENDS PAYABLE TO THE E ORDINARY SHARES SHALL BE A FRACTION OF ANY DIVIDEND PAYABLE TO THE A ORDINARY SHARES BASED ON THE RELATIVE VALUE (AS DETERMINED AT THE BOARD'S SOLE DISCRETION) OF SUCH E ORDINARY SHARES AS COMPARED TO THE A ORDINARY SHARES ON THE DATE OF DECLARATION OF THE APPLICABLE DIVIDEND. E ORDINARY SHARES ARE ENTITLED TO A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, SUBJECT TO A PRESCRIBED CALCULATION IN RESPECT OF ORDER OF PAYMENT. E ORDINARY SHARES ARE NOT REDEEMABLE.**

<b>Class of Shares:</b>	<b>F</b>	Number allotted	<b>6225000</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>62.25</b>

Currency: **GBP**

Prescribed particulars

F ORDINARY SHARES SHALL CARRY ONE VOTE PER SHARE IN ALL RESPECTS, SUBJECT TO EXCEPTIONAL CIRCUMSTANCES AND ANY SPECIAL RIGHTS OR RESTRICTIONS AS TO VOTING ATTACHED TO ANY SHARES BY OR IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION. EXCEPTIONAL CIRCUMSTANCES ARE CONSIDERED TO BE: (I) ON ANY RESOLUTION TO REMOVE A "MAJOR SHAREHOLDER" DIRECTOR THE SHARES HELD BY THE "MAJOR SHAREHOLDER" SHALL CARRY VOTES EQUAL TO 51% OF ALL VOTES CAST, AND (II) WHERE THERE IS AN "EMERGENCY SHARE ISSUE", THE SHARES HELD BY THE "MAJOR SHAREHOLDERS" PARTICIPATING IN SUCH ISSUE SHALL CONFER ON SUCH PARTICIPATING "MAJOR SHAREHOLDER" THE RIGHT TO EXCERCISE, IN AGGREGATE, NO FEWER THAN 75% OFTHE TOTAL NUMBER OF VOTES OF ALL THE HOLDERS OF SHARES. IN RESPECT OF DIVIDENDS, (I) NO DIVIDEND SHALL BE PAID IN RESPECT OF ANY F ORDINARY SHARE UNLESS THE AGGREGATE OF THE DIVIDENDS PAID ON EACH A ORDINARY SHARE THEN IN ISSUE DURING THE PERIOD IN WHICH THE F ORDINARY SHARE HAS BEEN IN ISSUE EXCEEDS #0.20 PER A ORDINARY SHARE THEN IN ISSUE; AND (II) THE AMOUNT OF DIVIDENDS PAYABLE TO THE F ORDINARY SHARES SHALL BE A FRACTION OF ANY DIVIDEND PAYABLE TO THE A ORDINARY SHARES BASED ON THE RELATIVE VALUE (AS DETERMINED AT THE BOARD'S SOLE DISCRETION) OF SUCH F ORDINARY SHARES AS COMPARED TO THE A ORDINARY SHARES ON THE DATE OF DECLARATION OF THE APPLICABLE DIVIDEND. F ORDINARY SHARES ARE ENTITLED TO A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, SUBJECT TO A PRESCRIBED CALCULATION IN RESPECT OF ORDER OF PAYMENT. F ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	G	Number allotted	11247360
	ORDINARY	Aggregate nominal value:	112.47
Currency:	GBP		

Prescribed particulars

G ORDINARY SHARES DO NOT CARRY ANY VOTING RIGHTS. G ORDINARY SHARES DO NOT CARRY RIGHTS TO DIVIDENDS AND OTHER DISTRIBUTIONS. G ORDINARY SHARES ARE ENTITLED TO A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, SUBJECT TO A PRESCRIBED CALCULATION IN RESPECT OF ORDER OF PAYMENT. G ORDINARY SHARES ARE NOT REDEEMABLE.

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>233327732</b>
		Total aggregate nominal value:	<b>1424149.33442</b>
		Total aggregate amount unpaid:	<b>0</b>

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### Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.