

**Return of Allotment of Shares**Company Name: **HOWDEN GROUP HOLDINGS LIMITED**Company Number: **02937398**Received for filing in Electronic Format on the: **09/10/2023**

XCDR58AI

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	28/09/2023	

Class of Shares:	D ORDINARY	Number allotted	81042
Currency:	GBP	Nominal value of each share	0.00001
		Amount paid:	0.00001
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	E ORDINARY	Number allotted	37642
Currency:	GBP	Nominal value of each share	0.00001
		Amount paid:	0.00001
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	151739992
	ORDINARY	Aggregate nominal value:	1517399.92

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.

Class of Shares:	D	Number allotted	68325084
	ORDINARY	Aggregate nominal value:	683.25

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.

Class of Shares:	DEFERRED	Number allotted	1529663
Currency:	GBP	Aggregate nominal value:	15.29663

Prescribed particulars

DEFERRED SHARES DO NOT CARRY ANY VOTING RIGHTS. NO DIVIDEND SHALL BE PAID IN RESPECT OF ANY DEFERRED SHARES. DEFERRED 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. DEFERRED SHARES ARE NOT REDEEMABLE.

Class of Shares:	E	Number allotted	14947553
	ORDINARY	Aggregate nominal value:	149.48
Currency:	GBP		

Prescribed particulars

E ORDINARY SHARES DO NOT CARRY ANY VOTING RIGHTS. E ORDINARY SHARES DO NOT CARRY RIGHTS TO DIVIDENDS AND OTHER DISTRIBUTIONS. 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.

Class of Shares:	F	Number allotted	6225000
	ORDINARY	Aggregate nominal value:	62.25
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	25923993
	ORDINARY	Aggregate nominal value:	259.23993
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.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	268691285
		Total aggregate nominal value:	1518569.43656
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

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