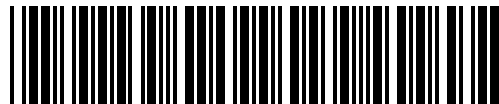


**Return of Allotment of Shares**Company Name: **RTL MATERIALS LIMITED**Company Number: **03332020**Received for filing in Electronic Format on the: **07/11/2022**

XBG9H8NL

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	19/05/2022	

Class of Shares:	RATCHET	Number allotted	2014354
	GROWTH	Nominal value of each share	0.001
	SHARES	Amount paid:	0.00121
Currency:	GBP	Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	FOUNDER	Number allotted	4842673
	GROWTH	Aggregate nominal value:	48426.73
	SHARES		

Currency: **GBP**

Prescribed particulars

SAME RIGHTS AS ORDINARY SHARES SAVE THAT IF THE EQUITY PROCEEDS ON A RETURN OF CAPITAL ARE EQUAL TO OR LESS THAN THE FOUNDERS THRESHOLD OF £4.65M THEY RECEIVE 0.001% OF THE EQUITY PROCEEDS; IF ABOVE :HEY RECEIVE 4.5% OF EQUITY PROCEEDS ABOVE THE FOUNDERS THRESHOLD

Class of Shares:	LP	Number allotted	10654435
	SHARES	Aggregate nominal value:	106544.35

Currency: **GBP**

Prescribed particulars

SAME RIGHTS AS ORDINARY SHARES SAVE THAT THEY HAVE AN ADDITIONAL RIGHT ON A RETURN OF CAPITAL TO RECEIVE THE FIRST 12.39P PER SHARE OF CAPITAL RETURNED THE LP SHARES ARE NOT REDEEMABLE. FOLLOWING THE PAYMENT OF THAT PREFERENCE AND ONCE THE VALUE RECEIVED BY THE ORDINARY SHARES HAS CAUGHT UP WITH THAT RECEIVED ON THE 1XLP ORDINARY SHARES BY WAY OF THE PREFERENCE, THE ORDINARY SHARES AND LP ORDINARY SHARES WILL BE TREATED AS ONE CLASS

Class of Shares:	ORDINARY	Number allotted	54222313
	SHARES	Aggregate nominal value:	542223.13

Currency: **GBP**

Prescribed particulars

EACH ORDINARY SHARE CARRIES ONE VOTE AND RANK PARI-PASSU FOR DIVIDENDS AND DISTRIBUTIONS AND ON ANY RETURN OF CAPITAL. THE ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	RATCHET	Number allotted	5369218
	GROWTH	Aggregate nominal value:	5369.218
	SHARES		

Currency: **GBP**

Prescribed particulars

RATCHET SHARES ARE NON-VOTING SHARES WITH THE RIGHT TO RECEIVE THE LESSER OF 70% OF EQUITY PROCEEDS ABOVE THE RATCHET THRESHOLD OF E7M AND 21% OF TOTAL EQUITY PROCEEDS

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	75088639
		Total aggregate nominal value:	702563.428
		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.