

**Return of Allotment of Shares**Company Name: **THE CHARITY BANK LIMITED**Company Number: **04330018**Received for filing in Electronic Format on the: **12/01/2023**

XBV2ZMOI

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	10/01/2023	

Class of Shares: ORDINARY**Currency: GBP**Number allotted **1200000**Nominal value of each share **0.5**Amount paid: **0.926908**Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	32686762
Currency:	GBP	Aggregate nominal value:	16343381
Prescribed particulars			

(A) VOTES OF MEMBERS: "ON A SHOW OF HANDS EVERY MEMBER ENTITLED TO VOTE AND BEING PRESENT WHETHER IN PERSON OR BY PROXY OR (BEING A CORPORATE MEMBER) PRESENT BY A DULY AUTHORISED REPRESENTATIVE SHALL HAVE ONE VOTE; AND ON A POLL EVERY MEMBER ENTITLED TO VOTE AND BEING PRESENT IN PERSON OR BY PROXY (OR BEING A CORPORATE MEMBER) PRESENT BY A DULY AUTHORISED REPRESENTATIVE SHALL HAVE ONE VOTE FOR EVERY SHARE HELD SAVE THAT.. NOTWITHSTANDING ART 71, FOR SO LONG AS BSC HOLDS MORE THAN 49.9% OF THE TOTAL ISSUED ORDINARY SHARES, BSC SHALL NOT BE ENTITLED TO EXERCISE TOTAL VOTES AT A GENERAL MEETING IN EXCESS OF X VOTES WHERE: $X = Y - 1$ VOTES; WHERE X = MAXIMUM NUMBER OF VOTES EXERCISABLE BY BSC; AND Y = THE TOTAL NUMBER OF VOTES EXERCISABLE BY ALL SHAREHOLDERS (OTHER THAN BSC) AT A GENERAL MEETING. FOR THE AVOIDANCE OF DOUBT, THE RESTRICTION IMPOSED BY THIS ARTICLE SHALL NOT APPLY TO ANY PARTY TO WHOM BSC TRANSFERS SOME OR ALL OF ITS SHARES AND SHALL NOT CONSTITUTE BSC AS A SEPARATE CLASS OF SHAREHOLDER... ON A POLL, ANY MEMBER PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATE MEMBER) PRESENT BY A DULY AUTHORISED REPRESENTATIVE AND ENTITLED TO EXERCISE VOTING RIGHTS ATTACHING TO MORE THAN ONE SHARE, THEN: RIGHTS ATTACHED TO THE SHARES; AND RIGHTS UNDER ANY ENACTMENT EXERCISABLE BY VIRTUE OF HOLDING THE SHARES, NEED NOT ALL BE EXERCISED AND, IF EXERCISED, NEED NOT ALL BE EXERCISED IN THE SAME WAY." (B) DIVIDENDS: "SUBJECT TO THE PROVISIONS OF THE COMPANIES ACT, THE COMPANY MAY BY ORDINARY RESOLUTION DECLARE DIVIDENDS IN ACCORDANCE WITH THE RIGHTS OF MEMBERS, PROVIDED THAT NO DIVIDEND SHALL BE DECLARED ON THE ORDINARY SHARES UNLESS THE DIRECTORS HAVE MADE A RECOMMENDATION AS TO ITS AMOUNT AND SUCH A DIVIDEND MUST NOT EXCEED THE AMOUNT RECOMMENDED BY THE DIRECTORS." (C) RIGHTS ON WINDING UP: "IF ANY PROPERTY REMAINS AFTER THE COMPANY HAS BEEN WOUND UP OR DISSOLVED AND ALL DEBTS AND LIABILITIES HAVE BEEN SATISFIED {INCLUDING REPAYMENT OF THE CAPITAL PAID ON SHARES IN THE COMPANY IN ACCORDANCE WITH THE RESPECTIVE RIGHTS OF THE HOLDERS UNDER THESE ARTICLES), IT SHALL BE DISTRIBUTED PARI PASSU AMONGST THE HOLDERS OF ORDINARY SHARES OF THE COMPANY." (D) REDEMPTION RIGHTS: THE SHARES ARE NOT REDEEMABLE OR LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	32686762
		Total aggregate nominal value:	16343381
		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.