

**Return of Allotment of Shares**Company Name: **WASTED TALENT LTD**Company Number: **04333049**Received for filing in Electronic Format on the: **06/10/2017**

X6GHEQ40

**Shares Allotted (including bonus shares)**

| Date or period during which<br>shares are allotted | From              | To                |
|--|-------------------|-------------------|
|  | <b>21/09/2017</b> | <b>03/10/2017</b> |

**Class of Shares: ORDINARY****Currency: GBP**Number allotted **307**Nominal value of each share **0.1**Amount paid: **406**Amount unpaid: **0**

No shares allotted other than for cash

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# Statement of Capital (Share Capital)

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|------------------|----------|--------------------------|--------|
| Class of Shares: | ORDINARY | Number allotted          | 56668  |
| Currency:        | GBP      | Aggregate nominal value: | 5666.8 |

Prescribed particulars

THE ORDINARY SHARES AND THE PREFERENCE SHARES SHALL HAVE THE SAME RIGHTS AND PRIVILEGES AND SHALL RANK PARI PASSU IN ALL RESPECTS SAVE THAT: 1. THE PREFERENCE SHARES SHALL NOT ENTITLE THE HOLDERS TO RECEIVE NOTICE OF, OR ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY; 2. THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED IN PRIORITY TO ANY PAYMENT ON ANY OTHER CLASS OF SHARE TO A CUMULATIVE PREFERENTIAL DIVIDEND OF 9% PER ANNUM OF THE PAR VALUE OF THE HOLDER'S PREFERENCE SHARES TOGETHER WITH ANY PREMIUM PAID ON THEM, THE DIVIDEND SHALL BE PAYABLE BY WAY OF INSTALMENTS ON 30TH JUNE AND 31ST DECEMBER OF EACH YEAR, IF THE COMPANY IS UNABLE TO PAY THE DIVIDEND DUE ON ANY GIVEN DATE THE AMOUNT DUE SHALL REMAIN DUE AND PAYABLE TO THE HOLDER OF THE PREFERENCE SHARES IN ADDITION TO ANY FUTURE DIVIDEND DUE TO THE HOLDER; 3. SUBJECT TO THE ABOVE, PROFITS OF THE COMPANY AVAILABLE FOR DIVIDEND AND RESOLVED TO BE DISTRIBUTED SHALL BE DISTRIBUTED BY WAY OF DIVIDEND AMONG THE HOLDERS OF THE ORDINARY SHARES; 4. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG MEMBERS SHALL BE APPLIED IN REPAYING TO THE HOLDERS OF THE PREFERENCE SHARES THE AMOUNTS PAID UP ON SUCH SHARES TOGETHER WITH A SUM EQUAL TO ANY ARREARS OF DIVIDEND THEREON TO BE CALCULATED DOWN TO THE DATE OF THE RETURN OF CAPITAL. THE PREFERENCE SHARES SHALL RANK ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE IN PRIORITY TO ANY OTHER SHARES OR STOCK OF THE COMPANY FOR THE TIME BEING IN ISSUE; 5. UPON A SALE OF ALL OR SUBSTANTIALLY ALL OF THE ASSETS OF THE COMPANY, THE PROCEEDS OF SALE SHALL, SO FAR AS THE COMPANY IS ENTITLED TO DO SO, BE USED FOR THE PURPOSES OF REDEEMING THE PREFERENCE SHARES BY REPAYING TO THE HOLDERS OF THE PREFERENCE SHARES THE AMOUNTS PAID UP ON SUCH SHARES TOGETHER WITH A SUM EQUAL TO ANY ARREARS OF DIVIDEND THEREON TO BE CALCULATED DOWN TO THE DATE OF PAYMENT; 6. UPON THE SALE OF ALL OF THE ISSUED SHARE CAPITAL OF THE COMPANY, THE CONSIDERATION FROM SUCH SALE SHALL BE APPLIED: 6.1 FIRSTLY TO PAY TO THE HOLDER OF THE PREFERENCE SHARES THE AMOUNT PAID UP ON SUCH SHARES; 6.2 SECONDLY AS TO THE HOLDERS OF THE PREFERENCE SHARES

SUCH AMOUNT AS MAY BE OUTSTANDING IN RESPECT OF ANY ARREARS OF DIVIDEND THAT SHOULD HAVE BEEN PAID IN RESPECT OF THE PREFERENCE SHARES; AND 6.3 THE BALANCE TO BE PAID TO THE HOLDERS OF THE ORDINARY SHARES; 7. IF THE COMPANY IS UNABLE TO PAY THE DIVIDEND PAYMENTS TO THE HOLDER OF PREFERENCE SHARES ON SIX CONSECUTIVE OCCASIONS, THE HOLDER OF PREFERENCE SHARES SHALL HAVE THE RIGHT TO CONVERT ALL (BUT NOT PART ONLY) OF HIS PREFERENCE SHARES INTO FULLY PAID ORDINARY SHARES; THE COMPANY MAY REDEEM THE PREFERENCE SHARES AT PAR VALUE TOGETHER WITH ANY PREMIUM PAID AND ANY DIVIDENDS ACCRUED UPON THEM TO THE DATE OF REDEMPTION. THE RIGHT OF REDEMPTION SHALL BE EXERCISABLE BY DELIVERY BY THE COMPANY TO THE HOLDER OF THE PREFERENCE SHARES OF A NOTICE IN WRITING TO THAT EFFECT; AND 8. THE COMPANY MAY REDEEM THE PREFERENCE SHARES AT PAR VALUE TOGETHER WITH ANY PREMIUM PAID AND ANY DIVIDENDS ACCRUED UPON THEM TO THE DATE OF REDEMPTION. THE RIGHT OF REDEMPTION SHALL BE EXERCISABLE BY DELIVERY BY THE COMPANY TO THE HOLDER OF THE PREFERENCE SHARES OF A NOTICE IN WRITING TO THAT EFFECT. SUBJECT TO THE PROVISIONS OF THE ACT ANY PREFERENCE SHARES MAY BE ISSUED ON THE TERMS THAT THEY ARE, OR AT THE OPTION OF THE COMPANY, ARE LIABLE TO BE REDEEMED.

|                         |                   |                          |              |
|-------------------------|-------------------|--------------------------|--------------|
| <b>Class of Shares:</b> | <b>PREFERENCE</b> | Number allotted          | <b>1248</b>  |
| Currency:               | <b>GBP</b>        | Aggregate nominal value: | <b>124.8</b> |

Prescribed particulars

THE ORDINARY SHARES AND THE PREFERENCE SHARES SHALL HAVE THE SAME RIGHTS AND PRIVILEGES AND SHALL RANK PARI PASSU IN ALL RESPECTS SAVE THAT: 1. THE PREFERENCE SHARES SHALL NOT ENTITLE THE HOLDERS TO RECEIVE NOTICE OF, OR ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY; 2. THE HOLDERS OF THE PREFERENCE SHARES SHALL BE ENTITLED IN PRIORITY TO ANY PAYMENT ON ANY OTHER CLASS OF SHARE TO A CUMULATIVE PREFERENTIAL DIVIDEND OF 9% PER ANNUM OF THE PAR VALUE OF THE HOLDER'S PREFERENCE SHARES TOGETHER WITH ANY PREMIUM PAID ON THEM, THE DIVIDEND SHALL BE PAYABLE BY WAY OF INSTALMENTS ON 30TH JUNE AND 31ST DECEMBER OF EACH YEAR, IF THE COMPANY IS UNABLE TO PAY THE DIVIDEND DUE ON ANY GIVEN DATE THE AMOUNT DUE SHALL REMAIN DUE AND PAYABLE TO THE HOLDER OF THE PREFERENCE SHARES IN ADDITION TO ANY FUTURE DIVIDEND DUE TO THE HOLDER; 3. SUBJECT TO THE ABOVE, PROFITS OF THE COMPANY AVAILABLE FOR DIVIDEND AND RESOLVED TO BE DISTRIBUTED SHALL BE DISTRIBUTED BY WAY OF DIVIDEND AMONG THE HOLDERS OF THE ORDINARY SHARES; 4. ON A RETURN OF

CAPITAL ON LIQUIDATION OR OTHERWISE THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG MEMBERS SHALL BE APPLIED IN REPAYING TO THE HOLDERS OF THE PREFERENCE SHARES THE AMOUNTS PAID UP ON SUCH SHARES TOGETHER WITH A SUM EQUAL TO ANY ARREARS OF DIVIDEND THEREON TO BE CALCULATED DOWN TO THE DATE OF THE RETURN OF CAPITAL. THE PREFERENCE SHARES SHALL RANK ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE IN PRIORITY TO ANY OTHER SHARES OR STOCK OF THE COMPANY FOR THE TIME BEING IN ISSUE; 5. UPON A SALE OF ALL OR SUBSTANTIALLY ALL OF THE ASSETS OF THE COMPANY, THE PROCEEDS OF SALE SHALL, SO FAR AS THE COMPANY IS ENTITLED TO DO SO, BE USED FOR THE PURPOSES OF REDEEMING THE PREFERENCE SHARES BY REPAYING TO THE HOLDERS OF THE PREFERENCE SHARES THE AMOUNTS PAID UP ON SUCH SHARES TOGETHER WITH A SUM EQUAL TO ANY ARREARS OF DIVIDEND THEREON TO BE CALCULATED DOWN TO THE DATE OF PAYMENT; 6. UPON THE SALE OF ALL OF THE ISSUED SHARE CAPITAL OF THE COMPANY, THE CONSIDERATION FROM SUCH SALE SHALL BE APPLIED: 6.1 FIRSTLY TO PAY TO THE HOLDER OF THE PREFERENCE SHARES THE AMOUNT PAID UP ON SUCH SHARES; 6.2 SECONDLY AS TO THE HOLDERS OF THE PREFERENCE SHARES SUCH AMOUNT AS MAY BE OUTSTANDING IN RESPECT OF ANY ARREARS OF DIVIDEND THAT SHOULD HAVE BEEN PAID IN RESPECT OF THE PREFERENCE SHARES; AND 6.3 THE BALANCE TO BE PAID TO THE HOLDERS OF THE ORDINARY SHARES; 7. IF THE COMPANY IS UNABLE TO PAY THE DIVIDEND PAYMENTS TO THE HOLDER OF PREFERENCE SHARES ON SIX CONSECUTIVE OCCASIONS, THE HOLDER OF PREFERENCE SHARES SHALL HAVE THE RIGHT TO CONVERT ALL (BUT NOT PART ONLY) OF HIS PREFERENCE SHARES INTO FULLY PAID ORDINARY SHARES; THE COMPANY MAY REDEEM THE PREFERENCE SHARES AT PAR VALUE TOGETHER WITH ANY PREMIUM PAID AND ANY DIVIDENDS ACCRUED UPON THEM TO THE DATE OF REDEMPTION. THE RIGHT OF REDEMPTION SHALL BE EXERCISABLE BY DELIVERY BY THE COMPANY TO THE HOLDER OF THE PREFERENCE SHARES OF A NOTICE IN WRITING TO THAT EFFECT; AND 8. THE COMPANY MAY REDEEM THE PREFERENCE SHARES AT PAR VALUE TOGETHER WITH ANY PREMIUM PAID AND ANY DIVIDENDS ACCRUED UPON THEM TO THE DATE OF REDEMPTION. THE RIGHT OF REDEMPTION SHALL BE EXERCISABLE BY DELIVERY BY THE COMPANY TO THE HOLDER OF THE PREFERENCE SHARES OF A NOTICE IN WRITING TO THAT EFFECT. SUBJECT TO THE PROVISIONS OF THE ACT ANY PREFERENCE SHARES MAY BE ISSUED ON THE TERMS THAT THEY ARE, OR AT THE OPTION OF THE COMPANY, ARE LIABLE TO BE REDEEMED.

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## Statement of Capital (Totals)

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|           |            |                                |               |
|-----------|------------|--------------------------------|---------------|
| Currency: | <b>GBP</b> | Total number of shares:        | <b>57916</b>  |
|           |            | Total aggregate nominal value: | <b>5791.6</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.