

**Return of Allotment of Shares**Company Name: **DAZN GROUP LIMITED**Company Number: **06324278**Received for filing in Electronic Format on the: **20/10/2023**

XCEKTRIO

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	12/10/2023	

Class of Shares: L ORDINARY**Currency: USD**

Number allotted	425
Nominal value of each share	0.0364
Amount paid:	15.47
Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	964558624
	ORDINARY	Aggregate nominal value:	35109933.9136

Currency: **USD**

Prescribed particulars

(A) EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES (B) EACH SHARE IS ENTITLED TO DIVIDENDS ON A PRO RATA BASIS AND RANK PARI PASSU WITH THE HOLDERS OF THE M AND Z ORDINARY SHARES (C) EACH SHARE IS ENTITLED TO PARTICIPATE IN A DISTRIBUTION (INCLUDING ON A WINDING UP) ON A PRO RATA BASIS AND RANK PARI PASSU WITH HOLDERS OF M AND Z ORDINARY SHARES. (D) THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	DEFERRED	Number allotted	39647652
Currency:	USD	Aggregate nominal value:	1443174.5328

Prescribed particulars

(A) NO VOTING RIGHTS. (B) RANK AFTER A ORDINARY SHARES, M ORDINARY SHARES AND 2 ORDINARY SHARES FOR THE PAYMENT OF DIVIDENDS OR DISTRIBUTION ON A WINDING UP BUT ONLY AFTER EACH A, M AND Z SHARE RECEIVES £1,000,000. (C), NO RIGHTS TO PARTICIPATE IN A WINDING UP. (D)THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	GROWTH	Number allotted	29666230
	PREFERENCE	Aggregate nominal value:	1079850.772

Currency: **USD**

Prescribed particulars

(A) NO RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY SHAREHOLDER MEETING. (B) THE RIGHTS ATTACHING TO THE SHARES MAY BE VARIED OR ABROGATED BY AGREEMENT BETWEEN THE COMPANY AND THE LEAD PREFERENCE SHAREHOLDER.)C) THE SHARES HAVE A CUMULATIVE PREFERENTIAL RETURN PER ANNUM AT A RATE OF 30 PER CENT OF THE ISSUE VALUE OF EACH GROWTH PREFERENCE SHARE (COMPOUNDED QUARTERLY). (D) NO DIVIDEND MAY BE PROPOSED, DECLARED OR PAID ON ANY CLASS OF SHARES IN THE CAPITAL OF THE COMPANY, NOR ANY RETURN OF CAPITAL MADE FOR AS LONG AS ANY SHORTFALL IS OUTSTANDING OR SUCH PAYMENT IS PROHIBITED BY A FINANCE DOCUMENT. (E) THE SHARES ARE CONVERTIBLE INTO THE APPLICABLE GROWTH PREFERENCE CONVERSION SHARES ON THE EARLIEST OF THE FOLLOWING CONVERSION EVENTS (I) A THIRD PARTY ISSUANCE, (II) A LISTING; OR (III) A GROWTH PREFERENCE CONVERSION NOTICE.

Class of Shares:	M	Number allotted	36586443
	ORDINARY	Aggregate nominal value:	1331746.5252
Currency:	USD		

Prescribed particulars

(A) EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. (B) EACH SHARE IS ENTITLED TO DIVIDENDS ON A PRO RATA BASIS AND RANK PARI PASSU WITH HOLDERS OF A AND Z ORDINARY SHARES. (C) EACH SHARE IS ENTITLED TO PARTICIPATE IN A DISTRIBUTION (INCLUDING ON A WINDING UP) ON A PRO RATA BASIS AND PARI PASSU WITH HOLDERS OF A AND Z ORDINARY SHARES. (D) THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	Z	Number allotted	40317209
	ORDINARY	Aggregate nominal value:	1467546.4076
Currency:	USD		

Prescribed particulars

(A) EACH SHARE IS ENTITLED TO ONE VOTE. (B) EACH SHARE IS ENTITLED TO DIVIDENDS ON A PRO RATE BASIS AND RANK PARI PASSU WITH THE HOLDERS OF A AND M ORDINARY SHARES AND CAN PARTICIPATE IN A DISTRIBUTION ON A WINDING UP. (C) THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	L	Number allotted	425
	ORDINARY	Aggregate nominal value:	15.47

Currency: **USD**

Prescribed particulars

NO L ORDINARY SHAREHOLDER IS ENTITLED TO RECEIVE NOTICE OF, ATTEND, SPEAK AND VOTE AT ANY SHAREHOLDER MEETING; THE RIGHTS OF THE L ORDINARY SHARES MAY ONLY BE VARIED OR ABROGATED BY AN ORDINARY RESOLUTION PASSED AT A SEPARATE CLASS MEETING OF THE HOLDERS OF SHARES OF THAT CLASS IF A MAJORITY PASS THE RESOLUTION WHERE THE EFFECT OF THE RESOLUTION, IF PASSED, WOULD BE TO REDUCE THE RIGHTS ATTACHING TO THE L ORDINARY SHARES, AS FURTHER SPECIFIED IN THE ARTICLES; NO L ORDINARY SHAREHOLDER SHALL BE ENTITLED TO PRE-EMPTION RIGHTS WITH RESPECT TO AN ALLOTMENT OF THE COMPANY'S EQUITY SECURITIES; AND L ORDINARY SHAREHOLDERS WHO ARE SERVED A LEAVER NOTICE SHALL TRANSFER ALL L SHARES THEY HOLD UNLESS CERTAIN CIRCUMSTANCES APPLY, AS FURTHER SPECIFIED IN THE ARTICLES.

Statement of Capital (Totals)

Currency:	USD	Total number of shares:	1110776583
		Total aggregate nominal value:	40432267.6212
		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.