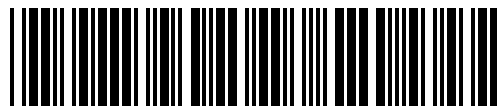


**Return of Allotment of Shares**Company Name: **CARWOW LTD**Company Number: **07103079**Received for filing in Electronic Format on the: **01/12/2023**

XCHFMGW1

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	21/10/2023	01/12/2023

Class of Shares:	ORDINARY	Number allotted	179761
Currency:	GBP	Nominal value of each share	0.00001
		Amount paid:	10048.68
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	D4	Number allotted	1174950
	PREFERENCE	Nominal value of each share	0.00001
Currency:	GBP	Amount paid:	4999999.72
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	17164785
Currency:	GBP	Aggregate nominal value:	171.64785

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS OF, FOLLOWING THE PRIORITY PAYMENTS TO THE PREFERENCE SHARES, EITHER (I) AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE FOR THEIR ORDINARY SHARES AND THEN AN AMOUNT EQUAL TO ANY DECLARED BUT UNPAID DIVIDENDS; OR (II) AN AMOUNT EQUAL TO THE BALANCE OF ANY SURPLUS, SUCH PAYMENT TO BE SHARED IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD BY THEM RESPECTIVELY; OR (III) AN AMOUNT EQUAL TO THE PRIORITY AMOUNT IN RESPECT OF HIS ORDINARY SHARES WITH THE BALANCE OF ANY SURPLUS DISTRIBUTED TO THE HOLDERS OF ORDINARY SHARES IN RESPECT OF WHICH THE LOWEST PRIORITY AMOUNT IS PAYABLE; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	A	Number allotted	4230637
	SHARES	Aggregate nominal value:	42.30637

Currency: **GBP**

Prescribed particulars

AS SET OUT IN THE ARTICLES OF ASSOCIATION

Class of Shares:	B	Number allotted	6818990
	SHARES	Aggregate nominal value:	68.1899

Currency: **GBP**

Prescribed particulars

AS SET OUT IN THE ARTICLES OF ASSOCIATION

Class of Shares:	C	Number allotted	9255750
	SHARES	Aggregate nominal value:	92.5575

Currency: **GBP**

Prescribed particulars

AS SET OUT IN THE ARTICLES OF ASSOCIATION

Class of Shares:	D1	Number allotted	8867828
	SHARES	Aggregate nominal value:	88.67828

Currency: **GBP**

Prescribed particulars

AS SET OUT IN THE ARTICLES OF ASSOCIATION

Class of Shares:	D2	Number allotted	2719355
	SHARES	Aggregate nominal value:	27.19355

Currency: **GBP**

Prescribed particulars

AS SET OUT IN THE ARTICLES OF ASSOCIATION

Class of Shares:	D3	Number allotted	5262071
	SHARES	Aggregate nominal value:	52.62071

Currency: **GBP**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS OF THE PRIORITY PAYMENTS OF AN AMOUNT PER D1 SHARE / D3 SHARE HELD BY IT EQUAL TO THE SUBSCRIPTION PRICE FOR EACH SUCH D1 SHARE / D3 SHARE (AS APPLICABLE) PLUS ANY ARREARS OR ACCRUALS OF DIVIDENDS (IF ANY) ON THE D1 SHARES / D3 SHARES; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	D4	Number allotted	8964382
	PREFERENCE	Aggregate nominal value:	89.64382

Currency: **GBP**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS OF THE PRIORITY PAYMENTS OF AN AMOUNT PER D4 SHARE HELD BY IT EQUAL TO THE SUBSCRIPTION PRICE FOR EACH SUCH D4 SHARE (AS APPLICABLE) PLUS ANY ARREARS OR ACCRUALS OF DIVIDENDS (IF ANY).

Class of Shares:	SERIES	Number allotted	3890905
	1	Aggregate nominal value:	38.90905
	GROWTH		
	SHARES		

Currency: **GBP**

Prescribed particulars

NO RIGHT TO VOTE OR ENTITLEMENT TO DIVIDENDS.ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR REPURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED FIRST IN PAYING THE PREFERRED SHAREHOLDERS IN PRIORITY TO ANY OTHER CLASS OF SHARES IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION. THEREAFTER GROWTH SHARE PARTICIPATION DEPENDS ON WHETHER THE GROWTH SHARES ARE TARGET MET AS SET OUT IN THE ARTICLES OF ASSOCIATION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	67174703
		Total aggregate nominal value:	671.74703
		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.