

**Return of Allotment of Shares**Company Name: **Nutmeg Saving and Investment Limited**Company Number: **07503666**Received for filing in Electronic Format on the: **06/05/2020**

X94GNYJS

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	20/04/2020	20/04/2020

Class of Shares: ORDINARYNumber allotted **541**Currency: **GBP**Nominal value of each share **0.001**Amount paid: **0.44**Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	B	Number allotted	2417150
	PREFERRED	Aggregate nominal value:	2417.15
	ORDINARY		

Currency: **GBP**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID WITHOUT INVESTOR CONSENT. SUBJECT TO INVESTOR CONSENT, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY EACH OF THEM. ON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE TAKES PLACE AS FOLLOWS: (1) TO THE AGGREGATE PREFERRED ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE GREATER OF (A) THE SUBSCRIPTION AMOUNT PAID FOR THE SHARES PLUS ANY ARREAR OR ACCRUALS OF DIVIDEND DUE OR DECLARED ON SUCH SHARES BUT UNPAID; OR (B) THE AMOUNT THEY WOULD HAVE RECEIVED FOR THE AGGREGATE PREFERRED ORDINARY SHARES HAD THEY BEEN CONVERTED TO ORDINARY SHARES AND THE EXIT PROCEEDS HAD BEEN DISTRIBUTED AMONGST THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY; AND (2) THEREAFTER THE BALANCE OF THE EXIT PROCEEDS (IF ANY) SHALL BE DISTRIBUTED TO EACH OF THE ORDINARY SHAREHOLDERS AND NON-VOTING ORDINARY SHAREHOLDERS PRO-RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY.

Class of Shares:	C	Number allotted	2622747
	PREFERRED	Aggregate nominal value:	2622.747
	ORDINARY		

Currency: **GBP**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID WITHOUT INVESTOR CONSENT. SUBJECT TO INVESTOR CONSENT, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF

ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY EACH OF THEM. ON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE TAKES PLACE AS FOLLOWS: (1) TO THE AGGREGATE PREFERRED ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE GREATER OF (A) THE SUBSCRIPTION AMOUNT PAID FOR THE SHARES PLUS ANY ARREAR OR ACCRUALS OF DIVIDEND DUE OR DECLARED ON SUCH SHARES BUT UNPAID; OR (B) THE AMOUNT THEY WOULD HAVE RECEIVED FOR THE AGGREGATE PREFERRED ORDINARY SHARES HAD THEY BEEN CONVERTED TO ORDINARY SHARES AND THE EXIT PROCEEDS HAD BEEN DISTRIBUTED AMONGST THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY; AND (2) THEREAFTER THE BALANCE OF THE EXIT PROCEEDS (IF ANY) SHALL BE DISTRIBUTED TO EACH OF THE ORDINARY SHAREHOLDERS AND NON-VOTING ORDINARY SHAREHOLDERS PRO-RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY.

Class of Shares:	D	Number allotted	4468083
	PREFERRED	Aggregate nominal value:	4468.083
	ORDINARY		

Currency: GBP

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID WITHOUT INVESTOR CONSENT. SUBJECT TO INVESTOR CONSENT, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY EACH OF THEM. ON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE TAKES PLACE AS FOLLOWS: (1) TO THE AGGREGATE PREFERRED ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE GREATER OF (A) THE SUBSCRIPTION AMOUNT PAID FOR THE SHARES PLUS ANY ARREAR OR ACCRUALS OF DIVIDEND DUE OR DECLARED ON SUCH SHARES BUT UNPAID; OR (B) THE AMOUNT THEY WOULD HAVE RECEIVED FOR THE AGGREGATE PREFERRED ORDINARY SHARES HAD THEY BEEN CONVERTED TO ORDINARY SHARES AND THE EXIT PROCEEDS HAD BEEN DISTRIBUTED AMONGST THE SHAREHOLDERS PRO RATA TO

THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY; AND (2) THEREAFTER THE BALANCE OF THE EXIT PROCEEDS (IF ANY) SHALL BE DISTRIBUTED TO EACH OF THE ORDINARY SHAREHOLDERS AND NON-VOTING ORDINARY SHAREHOLDERS PRO-RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY.

Class of Shares:	E1	Number allotted	2904034
	PREFERRED	Aggregate nominal value:	2904.034
	ORDINARY		

Currency: **GBP**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID WITHOUT INVESTOR CONSENT. SUBJECT TO INVESTOR CONSENT, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY EACH OF THEM. ON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE TAKES PLACE AS FOLLOWS: (1) TO THE AGGREGATE PREFERRED ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE GREATER OF (A) THE SUBSCRIPTION AMOUNT PAID FOR THE SHARES PLUS ANY ARREAR OR ACCRUALS OF DIVIDEND DUE OR DECLARED ON SUCH SHARES BUT UNPAID; OR (B) THE AMOUNT THEY WOULD HAVE RECEIVED FOR THE AGGREGATE PREFERRED ORDINARY SHARES HAD THEY BEEN CONVERTED TO ORDINARY SHARES AND THE EXIT PROCEEDS HAD BEEN DISTRIBUTED AMONGST THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY; AND (2) THEREAFTER THE BALANCE OF THE EXIT PROCEEDS (IF ANY) SHALL BE DISTRIBUTED TO EACH OF THE ORDINARY SHAREHOLDERS AND NON-VOTING ORDINARY SHAREHOLDERS PRO-RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY.

Class of Shares:	E2	Number allotted	900619
	PREFERRED	Aggregate nominal value:	900.619
	ORDINARY		

Currency: **GBP**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM NO VOTING RIGHTS. NO DIVIDEND SHALL BE PAID WITHOUT INVESTOR CONSENT. SUBJECT TO INVESTOR CONSENT, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY EACH OF THEM. ON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE TAKES PLACE AS FOLLOWS: (1) TO THE AGGREGATE PREFERRED ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE GREATER OF (A) THE SUBSCRIPTION AMOUNT PAID FOR THE SHARES PLUS ANY ARREAR OR ACCRUALS OF DIVIDEND DUE OR DECLARED ON SUCH SHARES BUT UNPAID; OR (B) THE AMOUNT THEY WOULD HAVE RECEIVED FOR THE AGGREGATE PREFERRED ORDINARY SHARES HAD THEY BEEN CONVERTED TO ORDINARY SHARES AND THE EXIT PROCEEDS HAD BEEN DISTRIBUTED AMONGST THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY; AND (2) THEREAFTER THE BALANCE OF THE EXIT PROCEEDS (IF ANY) SHALL BE DISTRIBUTED TO EACH OF THE ORDINARY SHAREHOLDERS AND NON-VOTING ORDINARY SHAREHOLDERS PRO-RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY.

Class of Shares:	NON-	Number allotted	262698
	VOTING	Aggregate nominal value:	262.698
	ORDINARY		

Currency: GBP

Prescribed particulars

THE NON-VOTING ORDINARY SHARES HAVE A RIGHT TO ATTEND AND SPEAK BUT NOT TO VOTE AT GENERAL MEETINGS NOR VOTE ON A WRITTEN RESOLUTION. NO DIVIDEND SHALL BE PAID ON ANY SHARE WITHOUT INVESTOR CONSENT. SUBJECT TO INVESTOR CONSENT, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY EACH OF THEM. ON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE TAKES PLACE AS FOLLOWS: (1) TO THE AGGREGATE PREFERRED ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE GREATER OF (A) THE SUBSCRIPTION AMOUNT PAID FOR THE SHARES

PLUS ANY ARREAR OR ACCRUALS OF DIVIDEND DUE OR DECLARED ON SUCH SHARES BUT UNPAID; OR (B) THE AMOUNT THEY WOULD HAVE RECEIVED FOR THE AGGREGATE PREFERRED ORDINARY SHARES HAD THEY BEEN CONVERTED TO ORDINARY SHARES AND THE EXIT PROCEEDS HAD BEEN DISTRIBUTED AMONGST THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY; AND (2) THEREAFTER THE BALANCE OF THE EXIT PROCEEDS (IF ANY) SHALL BE DISTRIBUTED TO EACH OF THE ORDINARY SHAREHOLDERS AND NON-VOTING ORDINARY SHAREHOLDERS PRO-RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY.

Class of Shares:	ORDINARY	Number allotted	2217094
Currency:	GBP	Aggregate nominal value:	2217.094

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID WITHOUT INVESTOR CONSENT. SUBJECT TO INVESTOR CONSENT, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY EACH OF THEM. ON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE TAKES PLACE AS FOLLOWS: (1) TO THE AGGREGATE PREFERRED ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE GREATER OF (A) THE SUBSCRIPTION AMOUNT PAID FOR THE SHARES PLUS ANY ARREAR OR ACCRUALS OF DIVIDEND DUE OR DECLARED ON SUCH SHARES BUT UNPAID; OR (B) THE AMOUNT THEY WOULD HAVE RECEIVED FOR THE AGGREGATE PREFERRED ORDINARY SHARES HAD THEY BEEN CONVERTED TO ORDINARY SHARES AND THE EXIT PROCEEDS HAD BEEN DISTRIBUTED AMONGST THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY; AND (2) THEREAFTER THE BALANCE OF THE EXIT PROCEEDS (IF ANY) SHALL BE DISTRIBUTED TO EACH OF THE ORDINARY SHAREHOLDERS AND NON-VOTING ORDINARY SHAREHOLDERS PRO-RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY.

Class of Shares:	PREFERRED	Number allotted	1341123
	ORDINARY	Aggregate nominal value:	1341.123
Currency:	GBP		

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. NO DIVIDEND SHALL BE PAID WITHOUT INVESTOR CONSENT. SUBJECT TO INVESTOR CONSENT, ANY PROFITS WHICH THE DIRECTORS MAY LAWFULLY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE HOLDERS OF SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY EACH OF THEM. ON A CAPITAL DISTRIBUTION EVENT OR A SHARE SALE, THE EXIT PROCEEDS SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS AS AT THE DATE ON WHICH THE CAPITAL DISTRIBUTION EVENT OR COMPLETION OF THE SHARE SALE TAKES PLACE AS FOLLOWS: (1) TO THE AGGREGATE PREFERRED ORDINARY SHAREHOLDERS AN AMOUNT EQUAL TO THE GREATER OF (A) THE SUBSCRIPTION AMOUNT PAID FOR THE SHARES PLUS ANY ARREAR OR ACCRUALS OF DIVIDEND DUE OR DECLARED ON SUCH SHARES BUT UNPAID; OR (B) THE AMOUNT THEY WOULD HAVE RECEIVED FOR THE AGGREGATE PREFERRED ORDINARY SHARES HAD THEY BEEN CONVERTED TO ORDINARY SHARES AND THE EXIT PROCEEDS HAD BEEN DISTRIBUTED AMONGST THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY; AND (2) THEREAFTER THE BALANCE OF THE EXIT PROCEEDS (IF ANY) SHALL BE DISTRIBUTED TO EACH OF THE ORDINARY SHAREHOLDERS AND NON-VOTING ORDINARY SHAREHOLDERS PRO-RATA TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	17 133 548
		Total aggregate nominal value:	17 133.548
		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.