

**Return of Allotment of Shares**Company Name: **ECONSULT HEALTH LIMITED**Company Number: **07628675**Received for filing in Electronic Format on the: **19/07/2022**

XB8LCZ34

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	05/04/2022	

Class of Shares:	C ORDINARY	Number allotted	338541
Currency:	GBP	Nominal value of each share	0.0001
		Amount paid:	0.0001
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	5536359
	ORDINARY	Aggregate nominal value:	5.536359
Currency:	GBP		
Prescribed particulars			

A. THE A ORDINARY SHARES SHALL CONFER NO VOTING RIGHTS. B. AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE (WITH INVESTOR CONSENT) TO DISTRIBUTE SHALL BE DISTRIBUTABLE: (I) FIRST, SO THAT THE HOLDERS OF DEFERRED SHARES RECEIVE £1.00 (AS A CLASS), PAYMENT OF WHICH MAY BE MADE TO ANY HOLDER OF DEFERRED SHARES ON BEHALF OF THE CLASS; (II) SCCONDLY, THE BALANCE OF THE AVAILABLE PROFITS, IF ANY, SHALL BE DISTRIBUTED AS TO 0.0001% TO THE HOLDERS OF THE A ORDINARY SHARES PRO-RATA ACCORDING TO THE NUMBER OF A ORDINARY SHARES HELD BY EACH OF THEM AND AS TO THE BALANCE TO THE HOLDERS OF THE EQUITY SHARES PRO-RATA ACCORDING TO THE NUMBER OF EQUITY SHARES HELD BY THEM AS IF THEY CONSTITUTED ONE CLASS OF SHARE IMMEDIATELY PRIOR TO THE DISTRIBUTION, C. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "NET PROCEEDS") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (I) FIRST, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES THE AMOUNTS LISTED IN THE PRESCRIBED PARTICULARS TO THE ORDINARY SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF THE ORDINARY SHARES AND B ORDINARY SHARES THE AMOUNTS LISTED IN THE PRESCRIBED PARTICULARS TO THE ORDINARY SHARES; (III) THIRDLY, IN PAYING AN AMOUNT EQUAL TO £100 PLUS THE SUM OF THE A ORDINARY SHARE AMOUNT MULTIPLIED BY THE NUMBER OF ORDINARY SHARES IN ISSUE: (A) AS TO 0.0001 % TO THE HOLDERS OF THE A ORDINARY SHARES AND THE B ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES AND B ORDINARY SHARES HELD BY EACH OF THEM; AND (B) AS TO THE BALANCE, TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD BY EACH OF THEM SO THAT IN RESPECT OF EACH ORDINARY SHARE HELD, THE HOLDER OF AN ORDINARY SHARES SHALL RECEIVE AN AMOUNT EQUAL TO THE A ORDINARY SHARE AMOUNT, PROVIDED THAT, WHERE THERE ARE INSUFFICIENT NET PROCEEDS TO PAY THE AMOUNTS UNDER THIS ARTICLE 5.1.3, THE NET PROCEEDS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF A ORDINARY SHARES, THE B ORDINARY SHARES AND THE ORDINARY SHARES PRO RATA TO THE AMOUNT THEY WOULD OTHERWISE HAVE RECEIVED HEREUNDER (IV) THEREAFTER IN PAYING THE BALANCE OF THE NET PROCEEDS, IF ANY, TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND ORDINARY SHARES AS LISTED IN THE PRESCRIBED PARTICULARS TO THE ORDINARY SHARES. D. THE A ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	C	Number allotted	338541
	ORDINARY	Aggregate nominal value:	33.8541

Currency: **GBP**

Prescribed particulars

VOTING RIGHTS - THE SHARES CARRY NO VOTING RIGHTS. DIVIDEND RIGHTS - THE SHARES HAVE RIGHTS TO DISTRIBUTABLE PROFITS IN ACCORDANCE WITH ARTICLE 4. RIGHTS ON DISTRIBUTION OF ASSETS ON LIQUIDATION OR RETURN OF CAPITAL (OTHER THAN ON CONVERSION, REDEMPTION OR PURCHASE OF SHARES) - PROCEEDS TO BE DISTRIBUTED IN ACCORDANCE WITH ARTICLE 5. THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	22161080
Currency:	GBP	Aggregate nominal value:	2216.108

Prescribed particulars

A. THE ORDINARY SHARES SHALL CONFER FULL VOTING RIGHTS. B. THE ORDINARY SHARES CONFER NO RIGHTS AS TO DIVIDENDS. C. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "NET PROCEEDS") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO); (I) FIRST, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); (II) SECOND, IN PAYING £7,080,676.68: (A) AS TO 0.0001% TO THE HOLDERS OF THE ORDINARY SHARES AND THE B ORDINARY SHARES PRO-RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES AND B ORDINARY SHARES HELD BY THEM; AND (B) AS TO THE BALANCE TO THE HOLDERS OF THE A ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES HELD (THE AMOUNT RECEIVED PER A ORDINARY SHARE BY THE HOLDERS OF THE A ORDINARY SHARES BEING THE "A ORDINARY SHARE AMOUNT"). PROVIDED THAT, WHERE THERE ARE INSUFFICIENT NET PROCEEDS TO PAY THE AMOUNTS UNDER THIS ARTICLE 5.1.2, THE NET PROCEEDS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF A ORDINARY SHARES, THE B ORDINARY SHARES AND THE ORDINARY SHARES PRO RATA ; (III) IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES THE AMOUNTS LISTED IN THE PRESCRIBED PARTICULARS TO THE A ORDINARY SHARES. (IV) THEREAFTER IN PAYING THE BALANCE OF THE NET PROCEEDS, IF ANY, AS TO 0.0001% TO THE HOLDERS OF THE A ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF A ORDINARY SHARES HELD BY EACH OF THEM AND AS TO THE BALANCE TO THE HOLDERS OF THE ORDINARY SHARES AND B ORDINARY SHARES (IF ANY) ON A PRO-RATA BASIS ACCORDING TO THE NUMBER OF ORDINARY SHARES AND B ORDINARY SHARES HELD BY THEM AS IF THEY CONSTITUTED ONE CLASS OF SHARE IMMEDIATELY PRIOR TO THE COMMENCEMENT OF THE WINDING UP (IN THE CASE OF A WINDING UP) OR THE RETURN OF CAPITAL (IN ANY OTHER CASE) PROVIDED THAT, WHERE THERE ARE INSUFFICIENT NET PROCEEDS TO PAY THE AMOUNTS UNDER THIS ARTICLE 5.1.4, THE NET PROCEEDS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF A ORDINARY SHARES, THE B ORDINARY SHARES AND THE ORDINARY SHARES PRO RATA TO THE AMOUNT THEY WOULD OTHERWISE HAVE RECEIVED HEREUNDER. D. THE ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	B	Number allotted	5536359
	ORDINARY	Aggregate nominal value:	553.6359

Currency: **GBP**

Prescribed particulars

A. THE B ORDINARY SHARES SHALL CONFER FULL VOTING RIGHTS. B. THE B ORDINARY SHARES SHALL CONFER NO RIGHTS AS TO DIVIDENDS. C. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "NET PROCEEDS") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (I) FIRST, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES THE AMOUNTS LISTED IN THE PRESCRIBED PARTICULARS TO THE ORDINARY SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF THE ORDINARY SHARES AND B ORDINARY SHARES THE AMOUNTS LISTED IN THE PRESCRIBED PARTICULARS TO THE ORDINARY SHARES; (III) THIRDLY, IN PAYING TO THE HOLDERS OF THE A ORDINARY SHARES, THE AMOUNTS LISTED IN THE PRESCRIBED PARTICULARS TO THE A ORDINARY SHARES; (IV) THEREAFTER IN PAYING THE BALANCE OF THE NET PROCEEDS, IF ANY, TO THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND ORDINARY SHARES AS LISTED IN THE PRESCRIBED PARTICULARS TO THE ORDINARY SHARES. D. THE B ORDINARY SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	33572339
		Total aggregate nominal value:	2809.134359
		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.