

**Return of Allotment of Shares**Company Name: **APPEAR HERE LIMITED**Company Number: **07736672**Received for filing in Electronic Format on the: **18/12/2015**

X4MHHUWJ

**Shares Allotted (including bonus shares)**

Date or period during which  
shares are allotted

From  
**10/12/2015**

**Class of Shares: ORDINARY**Currency: **GBP**Number allotted **6701**Nominal value of each share **0.0001**Amount paid: **0.118**Amount unpaid: **0.0**

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	84118
Currency:	GBP	Aggregate nominal value:	8.4118
		Amount paid per share	0.118
		Amount unpaid per share	0

Prescribed particulars

ORDINARY/ SEED/A PREFERRED VOTING- EACH SHARE CARRIES THE RIGHT TO RECEIVE NOTICE OF, ATTEND AND VOTE AT GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE O PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY, DIVIDENDS- ALL SHARES RANK PAN PASSU IN RESPECT OF DIRIDENC. AND DIVIDENDS SHALL BE PAID PRO RATA TO IVS NUMBER OF SHARES HELD BY EACH SHAREHOLDER RESPECTIVELY (IN THE CASE OF A PREFERRED AND SEED SHARES AS THOUGH THEY HAD BEEN FULLY CONVERTED INTO ORDINARY SHARES IN ACCCORDANCE WITH ARTICLE 3.2 OF (HE COMPANY'S ARTICLES). DISLRIBUTIONS- ON A RETURN OF ASSETS ON A LIQUIDATION REDUCTION OF CAPITAL OR OTHERWISE. OR SALE OR ASSET SALE, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF IT LIABIHBES ("NET PROCEEDS") SHALL BE DISTRIBUTED AS FOAOWS: (A) FIRSTLY, TO EACH HOLDER OF A PREFERRED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE FOR ITS A PREFERRED SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON HA A PREFERRED SHARES (AS THE CASE MAY BE} DUE OR DECLARED BUT UNPAID DOWN BO THE DATE OF THE RETURN OF SETS, PROVIDED THAT IF MERE A-E INSUFFICIENT NET PROCEEDS, THE RATEABLE NET PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF A PREFERRED SHARES IN PROPORTION TO THE SUBSCRIPTION PRICE OF THE A PREFERRED SHARES HELD BY THEM AND ARREARS OR ACCRUALS OF DIVLDEND DUE TO THEM RESPECTIVELY. (B) SECONDLY, TO EACH HOLDER OR SEED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTJON PRICE FOR ITS SEED SHARES PLUS ANY ARREARS OR ACCRUALS OL DIVIDEND (IF ANY) OF ITS SEED SHARES (AS THE CASE MAY BE) DUE OR DECLAED BUT UNPAID DOWN TO THE DATE OF IHE RETURN OF ASSETS, PROVIDED THAT IF THERE ARE INSUFFICIENT NET PROCEEDS, THE AVAILABLE NET PROCEEDS SHALT BE DISTRIBUTED TO THE HOLDERS OT SEED SHARES IN PROPORTION TO THE SUBSCRPTION PRICE OF (HE SEED SHOROS HELD BY THEM AND ARREARS OR ACCRUALS OF DIVIDENDS DUE TO THEM RESPECTIVELY, AND THEREAFTER THE BALANCE OF THE NET PROCEEDS, TF ANY. SHALL BE DISTRIBUTED TO EACH OF THE HOLDERS OF ORDINAY SHARES (INCLUDTNG. FOR THE AVOIDANCE OF DOUBT, ANY ORDINARY SHARES ARISING FROM CONVERSION

OF A PREFERRED OR SEED SHARES UNDER ARTICLE 3.2 OF THE COMPANY'S ARTICLES) IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD BY THEM RESPECTIVELY. REDEMPTION- THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	16369850
Currency:	GBP	Aggregate nominal value:	1636.985
		Amount paid per share	0.071795
		Amount unpaid per share	0

Prescribed particulars

ORDINARY/ SEED/A PREFERRED VOTING- EACH SHARE CARRIES THE RIGHT TO RECEIVE NOTICE OF, ATTEND AND VOTE AT GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE O PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY, DIVIDENDS- ALL SHARES RANK PAN PASSU IN RESPECT OF DIRIDENC. AND DIVIDENDS SHALL BE PAID PRO RATA TO IVS NUMBER OF SHARES HELD BY EACH SHAREHOLDER RESPECTIVELY (IN THE CASE OF A PREFERRED AND SEED SHARES AS THOUGH THEY HAD BEEN FULLY CONVERTED INTO ORDINARY SHARES IN ACCCORDANCE WITH ARTICLE 3.2 OF (HE COMPANY'S ARTICLES). DISLRIBUTIONS- ON A RETURN OF ASSETS ON A LIQUIDATION REDUCTION OF CAPITAL OR OTHERWISE. OR SALE OR ASSET SALE, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF IT LIABIHBES ("NET PROCEEDS") SHALL BE DISTRIBUTED AS FOAOWS: (A) FIRSTLY, TO EACH HOLDER OF A PREFERRED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE FOR ITS A PREFERRED SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON HA A PREFERRED SHARES (AS THE CASE MAY BE} DUE OR DECLARED BUT UNPAID DOWN BO THE DATE OF THE RETURN OF SETS, PROVIDED THAT IF MERE A-E INSUFFICIENT NET PROCEEDS, THE RATEABLE NET PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF A PREFERRED SHARES IN PROPORTION TO THE SUBSCRIPTION PRICE OF THE A PREFERRED SHARES HELD BY THEM AND ARREARS OR ACCRUALS OF DIVLDEND DUE TO THEM RESPECTIVELY. (B) SECONDLY, TO EACH HOLDER OR SEED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTJON PRICE FOR ITS SEED SHARES PLUS ANY ARREARS OR ACCRUALS OL DIVIDEND (IF ANY) OF ITS SEED SHARES (AS THE CASE MAY BE) DUE OR DECLAED BUT UNPAID DOWN TO THE DATE OF IHE RETURN OF ASSETS, PROVIDED THAT IF THERE ARE INSUFFICIENT NET PROCEEDS, THE AVAILABLE NET PROCEEDS SHALT BE DISTRIBUTED TO THE HOLDERS OT SEED SHARES IN PROPORTION TO THE SUBSCRPTION PRICE OF (HE SEED SHOROS HELD BY THEM AND ARREARS OR ACCRUALS OF DIVIDENDS DUE TO THEM RESPECTIVELY, AND THEREAFTER THE BALANCE OF THE NET PROCEEDS, TF ANY.

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Class of Shares:	ORDINARY	Number allotted	5288
Currency:	GBP	Aggregate nominal value:	0.5288
		Amount paid per share	0.117999
		Amount unpaid per share	0

Prescribed particulars

ORDINARY/ SEED/A PREFERRED VOTING- EACH SHARE CARRIES THE RIGHT TO RECEIVE NOTICE OF, ATTEND AND VOTE AT GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY, DIVIDENDS- ALL SHARES RANK PAR PASSU IN RESPECT OF DIVIDEND. AND DIVIDENDS SHALL BE PAID PRO RATA TO THE NUMBER OF SHARES HELD BY EACH SHAREHOLDER RESPECTIVELY (IN THE CASE OF A PREFERRED AND SEED SHARES AS THOUGH THEY HAD BEEN FULLY CONVERTED INTO ORDINARY SHARES IN ACCORDANCE WITH ARTICLE 3.2 OF THE COMPANY'S ARTICLES). DISTRIBUTIONS- ON A RETURN OF ASSETS ON A LIQUIDATION REDUCTION OF CAPITAL OR OTHERWISE. OR SALE OR ASSET SALE, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("NET PROCEEDS") SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRSTLY, TO EACH HOLDER OF A PREFERRED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE FOR ITS A PREFERRED SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON A PREFERRED SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID UP TO THE DATE OF THE RETURN OF ASSETS, PROVIDED THAT IF THERE ARE INSUFFICIENT NET PROCEEDS, THE AVAILABLE NET PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF A PREFERRED SHARES IN PROPORTION TO THE SUBSCRIPTION PRICE OF THE A PREFERRED SHARES HELD BY THEM AND ARREARS OR ACCRUALS OF DIVIDEND DUE TO THEM RESPECTIVELY. (B) SECONDLY, TO EACH HOLDER OF SEED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE FOR ITS SEED SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) OF ITS SEED SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID UP TO THE DATE OF THE RETURN OF ASSETS, PROVIDED THAT IF THERE ARE INSUFFICIENT NET PROCEEDS, THE AVAILABLE NET PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF SEED SHARES IN PROPORTION TO THE SUBSCRIPTION PRICE OF

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>1163</b>
<b>Currency:</b>	<b>GBP</b>	Aggregate nominal value:	<b>0.1163</b>
		Amount paid per share	<b>0.117997</b>
		Amount unpaid per share	<b>0</b>

Prescribed particulars

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Class of Shares:	<b>A</b>	Number allotted	<b>7015520</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>701.552</b>
Currency:	<b>GBP</b>	Amount paid per share	<b>0.590926</b>
		Amount unpaid per share	<b>0</b>

Prescribed particulars

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Class of Shares:	SEED	Number allotted	4038600
Currency:	GBP	Aggregate nominal value:	403.86
		Amount paid per share	0.03157
		Amount unpaid per share	0

Prescribed particulars

ORDINARY/ SEED/A PREFERRED VOTING- EACH SHARE CARRIES THE RIGHT TO RECEIVE NOTICE OF, ATTEND AND VOTE AT GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY, DIVIDENDS- ALL SHARES RANK PAR PASSU IN RESPECT OF DIVIDEND. AND DIVIDENDS SHALL BE PAID PRO RATA TO THE NUMBER OF SHARES HELD BY EACH SHAREHOLDER RESPECTIVELY (IN THE CASE OF A PREFERRED AND SEED SHARES AS THOUGH THEY HAD BEEN FULLY CONVERTED INTO ORDINARY SHARES IN ACCORDANCE WITH ARTICLE 3.2 OF THE COMPANY'S ARTICLES). DISTRIBUTIONS- ON A RETURN OF ASSETS ON A LIQUIDATION REDUCTION OF CAPITAL OR OTHERWISE. OR SALE OR ASSET SALE, THE ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("NET PROCEEDS") SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRSTLY, TO EACH HOLDER OF A PREFERRED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE FOR ITS A PREFERRED SHARES PLUS ANY ARREARS OR ACCRUALS OF DIVIDEND (IF ANY) ON A PREFERRED SHARES (AS THE CASE MAY BE) DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS, PROVIDED THAT IF THERE ARE INSUFFICIENT NET PROCEEDS, THE AVAILABLE NET PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF A PREFERRED SHARES IN PROPORTION TO THE SUBSCRIPTION PRICE OF THE A PREFERRED SHARES HELD BY THEM AND ARREARS OR ACCRUALS OF DIVIDEND DUE TO THEM RESPECTIVELY.

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REDEMPTION- THE SHARES ARE NOT REDEEMABLE.



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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>27514539</b>
		Total aggregate nominal value:	<b>2751.4539</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.