

**Return of Allotment of Shares**Company Name: **Neighbourly Limited**Company Number: **08293976**Received for filing in Electronic Format on the: **18/11/2022**

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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	01/11/2022	01/11/2022

Class of Shares:	B ORDINARY	Number allotted	19100
Currency:	GBP	Nominal value of each share	0.00005
		Amount paid:	0.125
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	B	Number allotted	8357981
	ORDINARY	Aggregate nominal value:	417.89905
Currency:	GBP		
Prescribed particulars			

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS OF FIRSTLY, IN PAYING TO THE HOLDERS OF 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); IF THE BALANCE OF THE SURPLUS EQUALS AN AMOUNT WHICH WHEN DIVIDED BY ALL THE B ORDINARY SHARES IN ISSUE AT THE TIME OF DISTRIBUTION OF THE SURPLUS IS LESS THAN THE C1 HURDLE, THE BALANCE OF THE SURPLUS AFTER THE PAYMENTS MADE ABOVE SHALL BE DISTRIBUTED (I) AS TO 0.1% OF SUCH AMOUNT THE AMONG THE HOLDERS OF C ORDINARY SHARES PRO RATA TO THE NUMBER OF C ORDINARY SHARES HELD; AND (II) AS TO 99.9% TO AND AMONG THE HOLDERS OF B ORDINARY SHARES PRO RATA TO THE NUMBER OF B ORDINARY SHARES HELD; OR IF THE BALANCE OF THE SURPLUS EQUALS AN AMOUNT WHICH WHEN DIVIDED BY ALL THE B ORDINARY SHARES IN ISSUE AT THE TIME OF DISTRIBUTION OF THE EQUALS OR IS MORE THAN THE C1 HURDLE BUT IS LESS THAN THE C2 HURDLE, THE BALANCE OF THE SURPLUS AFTER THE PAYMENTS MADE ABOVE SHALL BE DISTRIBUTED (I) THE AMOUNT UP TO AND INCLUDING THE C1 HURDLE AMOUNT SHALL BE DISTRIBUTED ABOVE; (1) AS TO THE EXCESS ABOVE THE C1 HURDLE: (A) 0.1% SHALL BE DISTRIBUTED AMONG THE HOLDERS OF C2 SHARES AND C3 SHARES PRO RATA TO THE NUMBER OF C2 SHARES AND/OR C3 SHARES HELD, AS APPLICABLE; AND (B) 99.9% SHALL BE DISTRIBUTED TO THE HOLDERS OF B ORDINARY SHARES AND C1 SHARES PRO RATA (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THEIR RESPECTIVE HOLDINGS OF B ORDINARY SHARES AND C1 SHARES; OR IF THE BALANCE OF THE SURPLUS EQUALS AN AMOUNT WHICH WHEN DIVIDED BY ALL THE B ORDINARY SHARES IN ISSUE AT THE TIME OF DISTRIBUTION OF THE SURPLUS EQUALS OR IS MORE THAN THE C2 HURDLE BUT IS LESS THAN THE C3 HURDLE, THE BALANCE OF THE SURPLUS AFTER THE PAYMENTS MADE ABOVE SHALL BE DISTRIBUTED (I) THE AMOUNT UP TO AND INCLUDING THE C1 HURDLE AMOUNT SHALL BE DISTRIBUTED IN ACCORDANCE WITH THE ABOVE AND THE AMOUNT IN EXCESS OF THE C1 HURDLE UP TO AND INCLUDING THE C2 HURDLE SHALL BE DISTRIBUTED IN ACCORDANCE WITH THE ABOVE; (1) AS TO THE EXCESS ABOVE THE C2 HURDLE: (A) 0.1% SHALL BE DISTRIBUTED AMONG THE HOLDERS OF C3 SHARES PRO RATA TO THE NUMBER OF C3 SHARES HELD; AND (B) 99.9% SHALL BE DISTRIBUTED TO THE HOLDERS OF B ORDINARY SHARES, C1 SHARES AND C2 SHARES PRO RATA (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THEIR RESPECTIVE HOLDINGS OF B ORDINARY SHARES, C1 SHARES AND C2 SHARES; OR IF THE BALANCE OF THE SURPLUS EQUALS AN AMOUNT WHICH WHEN DIVIDED BY ALL THE B ORDINARY SHARES IN ISSUE AT THE TIME OF DISTRIBUTION OF THE SURPLUS IS EQUAL TO THE C3 HURDLE OR MORE,

THE AMOUNT IN EXCESS OF THE C3 HURDLE SHALL BE DISTRIBUTED TO THE HOLDERS OF B AND C ORDINARY SHARES PRO RATA (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) (WITH THE AMOUNT UP TO AND INCLUDING THE C1 HURDLE DISTRIBUTED IN ACCORDANCE WITH THE ABOVE, THE AMOUNT IN EXCESS OF THE C1 HURDLE UP TO AND INCLUDING THE C2 HURDLE DISTRIBUTED IN ACCORDANCE WITH THE ABOVE, AND THE AMOUNT IN EXCESS OF THE C2 HURDLE UP TO AND INCLUDING THE C3 HURDLE DISTRIBUTED IN ACCORDANCE WITH ARTICLE THE ABOVE; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	C1	Number allotted	865400
	ORDINARY	Aggregate nominal value:	43.27
Currency:	GBP		
Prescribed particulars			

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS OF FIRSTLY, IN PAYING TO THE HOLDERS OF 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); IF THE BALANCE OF THE SURPLUS EQUALS AN AMOUNT WHICH WHEN DIVIDED BY ALL THE B ORDINARY SHARES IN ISSUE AT THE TIME OF DISTRIBUTION OF THE SURPLUS IS LESS THAN THE C1 HURDLE, THE BALANCE OF THE SURPLUS AFTER THE PAYMENTS MADE ABOVE SHALL BE DISTRIBUTED (I) AS TO 0.1% OF SUCH AMOUNT THE AMONG THE HOLDERS OF C ORDINARY SHARES PRO RATA TO THE NUMBER OF C ORDINARY SHARES HELD; AND (II) AS TO 99.9% TO AND AMONG THE HOLDERS OF B ORDINARY SHARES PRO RATA TO THE NUMBER OF B ORDINARY SHARES HELD; OR IF THE BALANCE OF THE SURPLUS EQUALS AN AMOUNT WHICH WHEN DIVIDED BY ALL THE B ORDINARY SHARES IN ISSUE AT THE TIME OF DISTRIBUTION OF THE EQUALS OR IS MORE THAN THE C1 HURDLE BUT IS LESS THAN THE C2 HURDLE, THE BALANCE OF THE SURPLUS AFTER THE PAYMENTS MADE ABOVE SHALL BE DISTRIBUTED (I) THE AMOUNT UP TO AND INCLUDING THE C1 HURDLE AMOUNT SHALL BE DISTRIBUTED ABOVE; (1) AS TO THE EXCESS ABOVE THE C1 HURDLE: (A) 0.1% SHALL BE DISTRIBUTED AMONG THE HOLDERS OF C2 SHARES AND C3 SHARES PRO RATA TO THE NUMBER OF C2 SHARES AND/OR C3 SHARES HELD, AS APPLICABLE; AND (B) 99.9% SHALL BE DISTRIBUTED TO THE HOLDERS OF B ORDINARY SHARES AND C1 SHARES PRO RATA (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THEIR RESPECTIVE HOLDINGS OF B ORDINARY SHARES AND C1 SHARES; OR IF THE BALANCE OF THE SURPLUS EQUALS AN AMOUNT WHICH WHEN DIVIDED BY ALL THE B ORDINARY SHARES IN ISSUE AT THE TIME OF DISTRIBUTION OF THE SURPLUS EQUALS OR IS MORE THAN THE C2 HURDLE BUT IS LESS THAN THE C3 HURDLE, THE BALANCE OF THE SURPLUS AFTER THE PAYMENTS MADE ABOVE SHALL BE DISTRIBUTED (I) THE AMOUNT UP TO AND INCLUDING THE C1 HURDLE AMOUNT SHALL BE DISTRIBUTED IN ACCORDANCE WITH THE ABOVE AND THE AMOUNT IN EXCESS OF THE C1 HURDLE UP TO AND INCLUDING THE C2 HURDLE SHALL BE DISTRIBUTED IN ACCORDANCE WITH THE ABOVE; (1) AS TO THE EXCESS ABOVE THE C2 HURDLE: (A) 0.1% SHALL BE DISTRIBUTED AMONG THE HOLDERS OF C3 SHARES PRO RATA TO THE NUMBER OF C3 SHARES HELD; AND (B) 99.9% SHALL BE DISTRIBUTED TO THE HOLDERS OF B ORDINARY SHARES, C1 SHARES AND C2 SHARES PRO RATA (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THEIR RESPECTIVE HOLDINGS OF B ORDINARY SHARES, C1 SHARES AND C2 SHARES; OR IF THE BALANCE OF THE SURPLUS EQUALS AN AMOUNT WHICH WHEN DIVIDED BY ALL THE B ORDINARY SHARES IN ISSUE AT THE TIME OF DISTRIBUTION OF THE SURPLUS IS EQUAL TO THE C3 HURDLE OR MORE,

THE AMOUNT IN EXCESS OF THE C3 HURDLE SHALL BE DISTRIBUTED TO THE HOLDERS OF B AND C ORDINARY SHARES PRO RATA (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) (WITH THE AMOUNT UP TO AND INCLUDING THE C1 HURDLE DISTRIBUTED IN ACCORDANCE WITH THE ABOVE, THE AMOUNT IN EXCESS OF THE C1 HURDLE UP TO AND INCLUDING THE C2 HURDLE DISTRIBUTED IN ACCORDANCE WITH THE ABOVE, AND THE AMOUNT IN EXCESS OF THE C2 HURDLE UP TO AND INCLUDING THE C3 HURDLE DISTRIBUTED IN ACCORDANCE WITH ARTICLE THE ABOVE; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	C2	Number allotted	262300
	ORDINARY	Aggregate nominal value:	13.115
Currency:	GBP		
Prescribed particulars			

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS OF FIRSTLY, IN PAYING TO THE HOLDERS OF 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); IF THE BALANCE OF THE SURPLUS EQUALS AN AMOUNT WHICH WHEN DIVIDED BY ALL THE B ORDINARY SHARES IN ISSUE AT THE TIME OF DISTRIBUTION OF THE SURPLUS IS LESS THAN THE C1 HURDLE, THE BALANCE OF THE SURPLUS AFTER THE PAYMENTS MADE ABOVE SHALL BE DISTRIBUTED (I) AS TO 0.1% OF SUCH AMOUNT THE AMONG THE HOLDERS OF C ORDINARY SHARES PRO RATA TO THE NUMBER OF C ORDINARY SHARES HELD; AND (II) AS TO 99.9% TO AND AMONG THE HOLDERS OF B ORDINARY SHARES PRO RATA TO THE NUMBER OF B ORDINARY SHARES HELD; OR IF THE BALANCE OF THE SURPLUS EQUALS AN AMOUNT WHICH WHEN DIVIDED BY ALL THE B ORDINARY SHARES IN ISSUE AT THE TIME OF DISTRIBUTION OF THE EQUALS OR IS MORE THAN THE C1 HURDLE BUT IS LESS THAN THE C2 HURDLE, THE BALANCE OF THE SURPLUS AFTER THE PAYMENTS MADE ABOVE SHALL BE DISTRIBUTED (I) THE AMOUNT UP TO AND INCLUDING THE C1 HURDLE AMOUNT SHALL BE DISTRIBUTED ABOVE; (1) AS TO THE EXCESS ABOVE THE C1 HURDLE: (A) 0.1% SHALL BE DISTRIBUTED AMONG THE HOLDERS OF C2 SHARES AND C3 SHARES PRO RATA TO THE NUMBER OF C2 SHARES AND/OR C3 SHARES HELD, AS APPLICABLE; AND (B) 99.9% SHALL BE DISTRIBUTED TO THE HOLDERS OF B ORDINARY SHARES AND C1 SHARES PRO RATA (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THEIR RESPECTIVE HOLDINGS OF B ORDINARY SHARES AND C1 SHARES; OR IF THE BALANCE OF THE SURPLUS EQUALS AN AMOUNT WHICH WHEN DIVIDED BY ALL THE B ORDINARY SHARES IN ISSUE AT THE TIME OF DISTRIBUTION OF THE SURPLUS EQUALS OR IS MORE THAN THE C2 HURDLE BUT IS LESS THAN THE C3 HURDLE, THE BALANCE OF THE SURPLUS AFTER THE PAYMENTS MADE ABOVE SHALL BE DISTRIBUTED (I) THE AMOUNT UP TO AND INCLUDING THE C1 HURDLE AMOUNT SHALL BE DISTRIBUTED IN ACCORDANCE WITH THE ABOVE AND THE AMOUNT IN EXCESS OF THE C1 HURDLE UP TO AND INCLUDING THE C2 HURDLE SHALL BE DISTRIBUTED IN ACCORDANCE WITH THE ABOVE; (1) AS TO THE EXCESS ABOVE THE C2 HURDLE: (A) 0.1% SHALL BE DISTRIBUTED AMONG THE HOLDERS OF C3 SHARES PRO RATA TO THE NUMBER OF C3 SHARES HELD; AND (B) 99.9% SHALL BE DISTRIBUTED TO THE HOLDERS OF B ORDINARY SHARES, C1 SHARES AND C2 SHARES PRO RATA (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THEIR RESPECTIVE HOLDINGS OF B ORDINARY SHARES, C1 SHARES AND C2 SHARES; OR IF THE BALANCE OF THE SURPLUS EQUALS AN AMOUNT WHICH WHEN DIVIDED BY ALL THE B ORDINARY SHARES IN ISSUE AT THE TIME OF DISTRIBUTION OF THE SURPLUS IS EQUAL TO THE C3 HURDLE OR MORE,

THE AMOUNT IN EXCESS OF THE C3 HURDLE SHALL BE DISTRIBUTED TO THE HOLDERS OF B AND C ORDINARY SHARES PRO RATA (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) (WITH THE AMOUNT UP TO AND INCLUDING THE C1 HURDLE DISTRIBUTED IN ACCORDANCE WITH THE ABOVE, THE AMOUNT IN EXCESS OF THE C1 HURDLE UP TO AND INCLUDING THE C2 HURDLE DISTRIBUTED IN ACCORDANCE WITH THE ABOVE, AND THE AMOUNT IN EXCESS OF THE C2 HURDLE UP TO AND INCLUDING THE C3 HURDLE DISTRIBUTED IN ACCORDANCE WITH ARTICLE THE ABOVE; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	DEFERRED	Number allotted	1666900
Currency:	GBP	Aggregate nominal value:	83.345

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM NO VOTING OR DIVIDEND RIGHTS; PRIORITY CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS OF 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); THEY DO CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	11152581
		Total aggregate nominal value:	557.62905
		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.