

**Return of Allotment of Shares**Company Name: **TANDEM MONEY LIMITED**Company Number: **08628614**Received for filing in Electronic Format on the: **21/02/2019**

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**Shares Allotted (including bonus shares)**

Date or period during which  
shares are allotted

From  
**21/02/2019**

**Class of Shares: B ORDINARY**Currency: **GBP**Number allotted **829798**Nominal value of each share **0.002**Amount paid: **1.33218**Amount unpaid: **0**

Non-cash consideration

**N/A**

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## Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>8144048</b>
<b>Currency:</b>	<b>GBP</b>	Aggregate nominal value:	<b>16288.096</b>

Prescribed particulars

**CAPITALISED TERMS ARE AS DEFINED IN THE COMPANY'S ARTICLES OF ASSOCIATION.**

**1. EACH HOLDER OF ORDINARY SHARES IS ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT A GENERAL MEETING OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. 2. EACH HOLDER OF ORDINARY SHARES IS ENTITLED TO PARTICIPATE IN A DIVIDEND DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES PARI PASSU (AS IF THE EQUITY SHARES ARE ONE CLASS) PRO RATA BASIS TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. 3. ON A DISTRIBUTION OR A LIQUIDATION OR RETURN OF CAPITAL (EXCLUDING FOR THE AVOIDANCE OF DOUBT A CONVERSION REDEMPTION OR PURCHASE OF SHARES) VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENTS OF ITS LIABILITIES SHALL BE APPLIED: (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) AMONG THE HOLDERS OF ALL SHARES CLASSES PRO RATA TO THEIR RESPECTIVE HOLDINGS 4.ORDINARY SHARES ARE NOT REDEEMABLE**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>107099101</b>
	<b>B</b>	Aggregate nominal value:	<b>214198.202</b>
<b>Currency:</b>	<b>GBP</b>		

Prescribed particulars

**CAPITALISED TERMS ARE AS DEFINED IN THE COMPANY'S ARTICLES OF ASSOCIATION.**

**1. EACH HOLDER OF ORDINARY B SHARES IS ENTITLED TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. 2. EACH HOLDER OF ORDINARY B SHARES IS ENTITLED TO PARTICIPATE IN A DIVIDEND DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES PARI PASSU (AS IF THE EQUITY SHARES ARE ONE CLASS) PRO RATA BASIS TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. 3. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (EXCLUDING, FOR THE AVOIDANCE OF DOUBT, A CONVERSION REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY**

THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) AMONG THE HOLDERS OF ALL SHARE CLASSES PRO RATA TO THEIR RESPECTIVE HOLDINGS. 4. EACH HOLDER OF ORDINARY B SHARES SHALL HAVE THE RIGHT AT ANY TIME TO REQUIRE THE COMPANY (OR SUCH THIRD PARTY AS THE COMPANY DIRECTS) TO PURCHASE ALL (BUT NOT SOME ONLY) OF HIS ORDINARY B SHARES (THE "OPTION SHARES") FOR AN AGGREGATE AMOUNT OF £2,500 (TWO THOUSAND FIVE HUNDRED POUNDS) ON THE FOLLOWING TERMS: (A) IF ANY HOLDER OF ORDINARY B SHARES (THE "SELLING B SHAREHOLDER") SERVES A WRITTEN NOTICE ON THE COMPANY REQUIRING THAT HIS OPTION SHARES ARE PURCHASED (THE "PUT OPTION NOTICE"), THE COMPANY SHALL, ON THE DATE FALLING 20 BUSINESS DAYS FOLLOWING THE DATE OF SERVICE OF SUCH PUT OPTION NOTICE, OR SUCH EARLIER DATES AS MAY BE AGREED BY THE COMPANY AND THE SELLING B SHAREHOLDER (THE "COMPLETION DATE"), EITHER: (I) SUBJECT TO THE PROVISIONS OF THE ACT, PURCHASE THE OPTION SHARES ITSELF; OR (II) PROCURE THAT A THIRD PARTY PURCHASES THE OPTION SHARES, IN EACH CASE, FOR THE AGGREGATE CASH CONSIDERATION OF £2,500 (TWO THOUSAND FIVE HUNDRED POUNDS (THE "CONSIDERATION")). THE COMPANY SHALL TAKE OR PROCURE THE TAKING OF ALL ACTIONS NECESSARY AND/OR ANCILLARY TO THE COMPLETION OF SUCH PURCHASE; (B) THE SELLING B SHAREHOLDER SHALL DELIVER TO THE COMPANY ON OR BEFORE THE COMPLETION DATE A STOCK TRANSFER FORM FOR THE OPTION SHARES DULY COMPLETED IN FAVOUR OF THE COMPANY (OR SUCH PERSON AS THE COMPANY MAY DIRECT) AND THE SHARE CERTIFICATE(S) IN RESPECT OF THE OPTION SHARES;

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>115243149</b>
		Total aggregate nominal value:	<b>230486.298</b>
		Total aggregate amount unpaid:	<b>0</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.