

Second Filing of a Previously Filed Document

Company Name: IVXS UK LIMITED

Company Number: **08964733**

Received for filing in Electronic Format on the: 10/02/2023

Description of the original document

Document type: Return of Allotment of Shares

SH01

Date of registration of original document:

25/05/2022



Return of Allotment of Shares

Company Name: **IVXS UK LIMITED**

Company Number: 08964733

Received for filing in Electronic Format on the: 10/02/2023

Shares Allotted (including bonus shares)

Date or period during which From То

11/03/2022 29/04/2022 shares are allotted

Class of Shares: ORDINARY Number allotted 87

GBP Nominal value of each share 0.000001 Currency:

> Amount paid: 11.48

Amount unpaid:

No shares allotted other than for cash

Class of Shares: **ORDINARY** Number allotted 5442

Nominal value of each share 0.000001 Currency: **GBP**

> Amount paid: 0.01

Amount unpaid: 0

No shares allotted other than for cash

Class of Shares: 32726 **ORDINARY** Number allotted

Nominal value of each share 0.000001 Currency: **GBP**

> 27.12 Amount paid:

Amount unpaid: 0

No shares allotted other than for cash

Class of Shares: **GROWTH A** Number allotted 10000

GBP Nominal value of each share 0.000001 Currency:

Amount paid: 3.81

Amount unpaid: 0

No shares allotted other than for cash

Class of Shares: GROWTH A Number allotted 7000

Currency: GBP Nominal value of each share 0.000001

Amount paid: 3.8

Amount unpaid: 0

No shares allotted other than for cash

Class of Shares: GROWTH A Number allotted 18500

Currency: GBP Nominal value of each share 0.000001

Amount paid: 3.84

Amount unpaid: 0

No shares allotted other than for cash

Class of Shares: GROWTH A Number allotted 15500

Currency: GBP Nominal value of each share 0.000001

Amount paid: 4

Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares: ORDINARY Number allotted 2309182

Currency: GBP Aggregate nominal value: 2.309182

Prescribed particulars

THE ORDINARY HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A RETURN OF ASSETS ON A LIQUIDATION, SALE, REDUCTION OF CAPITAL, OR OTHERWISE THE NET PROCEEDS SHALL BE DISTRIBUTED AS FOLLOWS: 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); SECOND, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES, IN PRIORITY TO ALL OTHER SHAREHOLDERS, (I) THE SUBSCRIPTION PRICE DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS; OR (II) IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY SUCH AMOUNTS TO ALL HOLDERS OF PREFERENCE SHARES IN FULL, THE AVAILABLE NET PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF PREFERENCE SHARES IN PROPORTION TO THE AGGREGATE SUBSCRIPTION PRICE OF THE PREFERENCE SHARES HELD BY THEM AND ARREARS OR ACCRUALS OF DIVIDEND DUE TO THEM RESPECTIVELY; THEREAFTER, (1) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS UP TO THE GROWTH SHARES PARTICIPATION AMOUNT LESS THE RELEVANT PAID OUR AMOUNT, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED; (2) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT. THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES, SERIES SEED SHARES AND VESTED GROWTH SHARES; (3) IF THE EQUITY VALUE DOES NOT EXCEED THE TARGET GROWTH AMOUNT. THE BALANCE OF THE NET PROCEEDS. IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED SHARES.

Class of Shares: A Number allotted 1151533

PREFERENCE Aggregate nominal value: 1.151533

Currency: GBP

THE A PREFERENCE SHARES, B PREFERENCE SHARES, C PREFERENCE SHARES AND C1 PREFERENCE SHARES (TOGETHER "PREFERENCE SHARES") HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A RETURN OF ASSETS ON A LIQUIDATION, SALE, REDUCTION OF CAPITAL, OR OTHERWISE THE NET PROCEEDS SHALL BE DISTRIBUTED AS FOLLOWS: 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); SECOND, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES. IN PRIORITY TO ALL OTHER SHAREHOLDERS, (I) THE SUBSCRIPTION PRICE DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS: OR (II) IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY SUCH AMOUNTS TO ALL HOLDERS OF PREFERENCE SHARES IN FULL, THE AVAILABLE NET PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF PREFERENCE SHARES IN PROPORTION TO THE AGGREGATE SUBSCRIPTION PRICE OF THE PREFERENCE SHARES HELD BY THEM AND ARREARS OR ACCRUALS OF DIVIDEND DUE TO THEM RESPECTIVELY: THEREAFTER, (1) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT. THE BALANCE OF THE NET PROCEEDS UP TO THE GROWTH SHARES PARTICIPATION AMOUNT LESS THE RELEVANT PAID OUR AMOUNT. IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED; (2) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES. SERIES SEED SHARES AND VESTED GROWTH SHARES; (3) IF THE EQUITY VALUE DOES NOT EXCEED THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED SHARES.

Class of Shares: B Number allotted 935480

PREFERENCE Aggregate nominal value: 0.93548

Currency: GBP

THE A PREFERENCE SHARES, B PREFERENCE SHARES, C PREFERENCE SHARES AND C1 PREFERENCE SHARES (TOGETHER "PREFERENCE SHARES") HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A RETURN OF ASSETS ON A LIQUIDATION, SALE, REDUCTION OF CAPITAL, OR OTHERWISE THE NET PROCEEDS SHALL BE DISTRIBUTED AS FOLLOWS: 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); SECOND, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES. IN PRIORITY TO ALL OTHER SHAREHOLDERS, (I) THE SUBSCRIPTION PRICE DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS: OR (II) IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY SUCH AMOUNTS TO ALL HOLDERS OF PREFERENCE SHARES IN FULL, THE AVAILABLE NET PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF PREFERENCE SHARES IN PROPORTION TO THE AGGREGATE SUBSCRIPTION PRICE OF THE PREFERENCE SHARES HELD BY THEM AND ARREARS OR ACCRUALS OF DIVIDEND DUE TO THEM RESPECTIVELY: THEREAFTER, (1) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT. THE BALANCE OF THE NET PROCEEDS UP TO THE GROWTH SHARES PARTICIPATION AMOUNT LESS THE RELEVANT PAID OUR AMOUNT. IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED; (2) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES. SERIES SEED SHARES AND VESTED GROWTH SHARES; (3) IF THE EQUITY VALUE DOES NOT EXCEED THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED SHARES.

Class of Shares: C Number allotted 1219353

PREFERENCE Aggregate nominal value: 1.219353

Currency: GBP

THE A PREFERENCE SHARES, B PREFERENCE SHARES, C PREFERENCE SHARES AND C1 PREFERENCE SHARES (TOGETHER "PREFERENCE SHARES") HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A RETURN OF ASSETS ON A LIQUIDATION, SALE, REDUCTION OF CAPITAL, OR OTHERWISE THE NET PROCEEDS SHALL BE DISTRIBUTED AS FOLLOWS: 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); SECOND, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES. IN PRIORITY TO ALL OTHER SHAREHOLDERS, (I) THE SUBSCRIPTION PRICE DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS: OR (II) IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY SUCH AMOUNTS TO ALL HOLDERS OF PREFERENCE SHARES IN FULL, THE AVAILABLE NET PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF PREFERENCE SHARES IN PROPORTION TO THE AGGREGATE SUBSCRIPTION PRICE OF THE PREFERENCE SHARES HELD BY THEM AND ARREARS OR ACCRUALS OF DIVIDEND DUE TO THEM RESPECTIVELY: THEREAFTER, (1) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT. THE BALANCE OF THE NET PROCEEDS UP TO THE GROWTH SHARES PARTICIPATION AMOUNT LESS THE RELEVANT PAID OUR AMOUNT. IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED; (2) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES. SERIES SEED SHARES AND VESTED GROWTH SHARES; (3) IF THE EQUITY VALUE DOES NOT EXCEED THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED SHARES.

Class of Shares: C1 Number allotted 317103

PREFERENCE Aggregate nominal value: 0.317103

Currency: GBP

THE A PREFERENCE SHARES, B PREFERENCE SHARES, C PREFERENCE SHARES AND C1 PREFERENCE SHARES (TOGETHER "PREFERENCE SHARES") HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A RETURN OF ASSETS ON A LIQUIDATION, SALE, REDUCTION OF CAPITAL, OR OTHERWISE THE NET PROCEEDS SHALL BE DISTRIBUTED AS FOLLOWS: 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); SECOND, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES. IN PRIORITY TO ALL OTHER SHAREHOLDERS, (I) THE SUBSCRIPTION PRICE DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS: OR (II) IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY SUCH AMOUNTS TO ALL HOLDERS OF PREFERENCE SHARES IN FULL, THE AVAILABLE NET PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF PREFERENCE SHARES IN PROPORTION TO THE AGGREGATE SUBSCRIPTION PRICE OF THE PREFERENCE SHARES HELD BY THEM AND ARREARS OR ACCRUALS OF DIVIDEND DUE TO THEM RESPECTIVELY: THEREAFTER, (1) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT. THE BALANCE OF THE NET PROCEEDS UP TO THE GROWTH SHARES PARTICIPATION AMOUNT LESS THE RELEVANT PAID OUR AMOUNT. IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED; (2) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES. SERIES SEED SHARES AND VESTED GROWTH SHARES; (3) IF THE EQUITY VALUE DOES NOT EXCEED THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED SHARES.

Class of Shares: SERIES Number allotted 134330

SEED Aggregate nominal value: 0.13433

Currency: GBP

THE SERIES SEED SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS: THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A RETURN OF ASSETS ON A LIQUIDATION, SALE, REDUCTION OF CAPITAL, OR OTHERWISE THE NET PROCEEDS SHALL BE DISTRIBUTED AS FOLLOWS: 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); SECOND, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES, IN PRIORITY TO ALL OTHER SHAREHOLDERS, (I) THE SUBSCRIPTION PRICE DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS: OR (II) IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY SUCH AMOUNTS TO ALL HOLDERS OF PREFERENCE SHARES IN FULL, THE AVAILABLE NET PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF PREFERENCE SHARES IN PROPORTION TO THE AGGREGATE SUBSCRIPTION PRICE OF THE PREFERENCE SHARES HELD BY THEM AND ARREARS OR ACCRUALS OF DIVIDEND DUE TO THEM RESPECTIVELY; THEREAFTER, (1) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS UP TO THE GROWTH SHARES PARTICIPATION AMOUNT LESS THE RELEVANT PAID OUR AMOUNT, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED; (2) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES, SERIES SEED SHARES AND VESTED GROWTH SHARES; (3) IF THE EQUITY VALUE DOES NOT EXCEED THE TARGET GROWTH AMOUNT. THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED SHARES.

Class of Shares: GROWTH Number allotted 51000

A Aggregate nominal value: 0.051

Currency: GBP

SHALL BE ENTITLED TO RECEIVE £0.01 IN RESPECT OF ANY DIVIDENDS OR OTHER DISTRIBUTIONS DECLARED AND MADE OR PAID (AS APPLICABLE) WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY HOLDER OF GROWTH SHARES ON BEHALF OF THAT CLASS. ON A RETURN OF ASSETS ON A LIQUIDATION. SALE. REDUCTION OF CAPITAL, OR OTHERWISE THE NET PROCEEDS SHALL BE DISTRIBUTED AS FOLLOWS: 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); SECOND, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES. IN PRIORITY TO ALL OTHER SHAREHOLDERS. (I) THE SUBSCRIPTION PRICE DUE OR DECLARED BUT UNPAID DOWN TO THE DATE OF THE RETURN OF ASSETS: OR (II) IF THERE ARE INSUFFICIENT NET PROCEEDS TO PAY SUCH AMOUNTS TO ALL HOLDERS OF PREFERENCE SHARES IN FULL, THE AVAILABLE NET PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF PREFERENCE SHARES IN PROPORTION TO THE AGGREGATE SUBSCRIPTION PRICE OF THE PREFERENCE SHARES HELD BY THEM AND ARREARS OR ACCRUALS OF DIVIDEND DUE TO THEM RESPECTIVELY: THEREAFTER, (1) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT. THE BALANCE OF THE NET PROCEEDS UP TO THE GROWTH SHARES PARTICIPATION AMOUNT LESS THE RELEVANT PAID OUR AMOUNT. IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED: (2) IF THE EQUITY VALUE IS EQUAL TO OR EXCEEDS THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES. SERIES SEED SHARES AND VESTED GROWTH SHARES; (3) IF THE EQUITY VALUE DOES NOT EXCEED THE TARGET GROWTH AMOUNT, THE BALANCE OF THE NET PROCEEDS, IF ANY, SHALL BE DISTRIBUTED PRO RATA TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND SERIES SEED SHARES. SHALL NOT HAVE THE RIGHT TO RECEIVE NOTICE OF NOR THE RIGHT TO ATTEND, SPEAK OR VOTE (WHETHER ON A SHOW OF HANDS OR A POLL) AT ANY GENERAL MEETING OF THE COMPANY AND SHALL NOT HAVE THE RIGHT TO RECEIVE OR VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY.

Statement of Capital (Totals)

Currency: GBP Total number of shares: 6117981

Total aggregate nominal value: 6.117981

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.