



Return of Allotment of Shares

XBX161GR

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 shares are allotted		From 31/05/2022	To 25/01/2023
Class of Shares: Currency:	ORDINARY GBP	Number allotted Nominal value of ea Amount paid: Amount unpaid:	19384 ach share 0.000001 0.01 0
No shares allotted o	ther than for cash		
Class of Shares:	ORDINARY	Number allotted	1001
Currency:	GBP	Nominal value of ea	ach share 0.000001
		Amount paid:	8.61
		Amount unpaid:	0
No shares allotted o	ther than for cash		
Class of Shares:	ORDINARY	Number allotted	23
Currency:	GBP	Nominal value of ea	ach share 0.000001
		Amount paid:	8.49
		Amount unpaid:	0
No shares allotted o	ther than for cash		
Class of Shares:	ORDINARY	Number allotted	884
Currency:	GBP	Nominal value of ea	ach share 0.000001

		Amount paid:	8.63	
		Amount unpaid:	0	
No shares allotted other than for cash				
Class of Shares:	ORDINARY	Number allotted	67	
Currency:	GBP	Nominal value of each share	0.000001	
		Amount paid:	8.65	
		Amount unpaid:	0	
No shares allotted o	ther than for cash			
Class of Shares:	ORDINARY	Number allotted	240	
Currency:	GBP	Nominal value of each share	0.000001	
		Amount paid:	8.68	
		Amount unpaid:	0	
No shares allotted other than for cash				
Class of Shares:	ORDINARY	Number allotted	12	
Currency:	GBP	Nominal value of each share	0.000001	
		Amount paid:	5	
		Amount unpaid:	0	
No shares allotted other than for cash				
Class of Shares:	GROWTH A	Number allotted	1250	
Currency:	GBP	Nominal value of each share	0.000001	
		Amount paid:	4.09	
		Amount unpaid:	0	
No shares allotted other than for cash				
Class of Shares:	GROWTH A	Number allotted	26646	
Currency:	GBP	Nominal value of each share	0.000001	
		Amount paid:	4.13	
		Amount unpaid:	0	

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares: ORDINARY Currency: GBP Number allotted 23

Aggregate nominal value:

2330793 2.330793

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:	Α	Number allotted	1151533
	PREFERENCE	Aggregate nominal value:	1.151533
Currency:	GBP		
Prescribed particula	rs		

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:

PREFERENCE

В

GBP

Number allotted935480Aggregate nominal value:0.93548

Currency:

Prescribed particulars

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:

PREFERENCE

С

GBP

Number allotted1219353Aggregate nominal value:1.219353

Currency:

Prescribed particulars

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

PREFERENCE

GBP

Number allotted317103Aggregate nominal value:0.317103

Currency:

Prescribed particulars

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 SEED Currency: GBP Prescribed particulars

Number allotted	134330
Aggregate nominal value:	0.13433

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
A
Currency: GBP
Prescribed particulars

Number allotted**78896**Aggregate nominal value:**0.078896**

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:	6167488
		Total aggregate nominal value:	6.167488
		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.