

**Return of Allotment of Shares**Company Name: **NORTHERN BLOC ICE CREAM LIMITED**Company Number: **09078746**Received for filing in Electronic Format on the: **01/02/2022**

XAWYBTTE

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>22/12/2021</b>	

<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>8294833</b>
	<b>PREFERRED</b>	Nominal value of each share	<b>0.00001</b>
	<b>ORDINARY</b>	Amount paid:	<b>0.162752</b>
Currency:	<b>GBP</b>	Amount unpaid:	<b>0</b>

No shares allotted other than for cash

---

# Statement of Capital (Share Capital)

---

Class of Shares:	A	Number allotted	9146611
	PREFERRED	Aggregate nominal value:	91.46611
	ORDINARY		
	SHARES		
Currency:	GBP		
Prescribed particulars			

DEFINED TERMS ARE AS SET OUT IN THE ARTICLES OF ASSOCIATION. SUBJECT TO ARTICLE 6.8, THE HOLDERS OF THE A PREFERRED ORDINARY SHARES SHALL BE ENTITLED TO EXERCISE ONE VOTE PER A PREFERRED ORDINARY SHARE HELD. IN ACCORDANCE WITH ARTICLE 11.2, DIVIDENDS SHALL BE DISTRIBUTED PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES AND A PREFERRED ORDINARY SHARE HELD BY THEM (AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES). ON A RETURN OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL (OTHER THAN A PURCHASE OF OWN SHARES BY THE COMPANY) OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (INCLUDING THE LOAN NOTES, TO THE EXTENT THEY HAVE NOT PREVIOUSLY BEEN REDEEMED OR CONVERTED) AND AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF SHARES (THE "PROCEEDS") SHALL BE APPLIED AS FOLLOWS: (I) FIRST, A SUM EQUAL TO THE AGGREGATE ISSUE PRICE OF THE A PREFERRED ORDINARY SHARES, TO BE PAID: (A) 99.9999% TO THE HOLDERS OF THE A PREFERRED ORDINARY SHARES PRO RATA TO THE NUMBER OF A PREFERRED ORDINARY SHARES HELD BY THEM; (B) 0.00005% TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD BY THEM; AND (C) 0.00005% TO THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE NUMBER OF PREFERENCE SHARES HELD BY THEM; (II) SECOND, IN PAYING TO THE HOLDERS OF PREFERENCE SHARES, AN AMOUNT UP TO THE INITIAL AMOUNT, TO BE PAID: (A) 0.00005% TO THE HOLDERS OF THE A PREFERRED ORDINARY SHARES PRO RATA TO THE NUMBER OF A PREFERRED ORDINARY SHARES HELD BY THEM; (B) 0.00005% TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD BY THEM; AND (C) 99.9999% TO THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE NUMBER OF PREFERENCE SHARES HELD BY THEM; AND (III) SUBJECT THERETO, IN PAYING THE BALANCE OF THE PROCEEDS AFTER THE PAYMENTS PURSUANT TO ARTICLES 11 3(A)(I) AND 11 3(A)(II) TO THE HOLDERS OF A PREFERRED ORDINARY SHARES AND ORDINARY SHARES, ALLOCATED AMONGST THEM PRO RATA TO THE NUMBER OF A PREFERRED ORDINARY SHARES AND ORDINARY SHARES HELD BY THEM AS IF THE A PREFERRED ORDINARY SHARES AND ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARE. (B) IN THE EVENT OF A SHARE SALE THEN, NOTWITHSTANDING ANYTHING TO THE CONTRARY IN THE TERMS OF SUCH SHARE SALE (UNLESS ALL THE HOLDERS OF SHARES IMMEDIATELY PRIOR TO THE SHARE SALE HAVE AGREED IN WRITING TO THE CONTRARY, WHETHER IN THE AGREEMENTS FOR THE SHARE SALE OR OTHERWISE), THE HOLDERS OF SHARES IMMEDIATELY PRIOR TO SUCH SHARE SALE SHALL PROCURE THAT THE PROCEEDS FROM SUCH SHARE SALE ARE PAID INTO A DESIGNATED TRUSTEE ACCOUNT AND SHALL BE DISTRIBUTED AMONGST THE SELLING HOLDERS OF SHARES

IN ACCORDANCE WITH ARTICLE 11.3(A) (C) UPON THE COMPLETION OF AN ASSET SALE, ALL OF THE HOLDERS OF SHARES SHALL PROCURE THAT THE COMPANY IS WOUND UP AND SHALL TAKE ALL SUCH STEPS AS ARE REQUIRED TO WIND UP THE COMPANY AND DISTRIBUTE THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES TO THE HOLDERS OF SHARES IN ACCORDANCE WITH ARTICLE 11.3(A). THE A PREFERRED ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	<b>ORDINARY</b>	Number allotted	<b>22714086</b>
	<b>SHARES</b>	Aggregate nominal value:	<b>227.14086</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

DEFINED TERMS ARE AS SET OUT IN THE ARTICLES OF ASSOCIATION. SUBJECT TO ARTICLE 6.8, THE HOLDERS OF THE ORDINARY SHARES SHALL BE ENTITLED TO EXERCISE ONE VOTE PER ORDINARY SHARE HELD. IN ACCORDANCE WITH ARTICLE 11.2, DIVIDENDS SHALL BE DISTRIBUTED PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES AND A PREFERRED ORDINARY SHARE HELD BY THEM (AS IF SUCH SHARES CONSTITUTED ONE CLASS OF SHARES). ON A RETURN OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL (OTHER THAN A PURCHASE OF OWN SHARES BY THE COMPANY) OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (INCLUDING THE LOAN NOTES, TO THE EXTENT THEY HAVE NOT PREVIOUSLY BEEN REDEEMED OR CONVERTED) AND AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF SHARES (THE "PROCEEDS") SHALL BE APPLIED AS FOLLOWS: (I) FIRST, A SUM EQUAL TO THE AGGREGATE ISSUE PRICE OF THE A PREFERRED ORDINARY SHARES, TO BE PAID: (A) 99.9999% TO THE HOLDERS OF THE A PREFERRED ORDINARY SHARES PRO RATA TO THE NUMBER OF A PREFERRED ORDINARY SHARES HELD BY THEM; (B) 0.00005% TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD BY THEM; AND (C) 0.00005% TO THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE NUMBER OF PREFERENCE SHARES HELD BY THEM; (II) SECOND, IN PAYING TO THE HOLDERS OF PREFERENCE SHARES, AN AMOUNT UP TO THE INITIAL AMOUNT, TO BE PAID: (A) 0.00005% TO THE HOLDERS OF THE A PREFERRED ORDINARY SHARES PRO RATA TO THE NUMBER OF A PREFERRED ORDINARY SHARES HELD BY THEM; (B) 0.00005% TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD BY THEM, AND (C) 99.9999% TO THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE NUMBER OF PREFERENCE SHARES HELD BY THEM; AND (III) SUBJECT THERETO, IN PAYING THE BALANCE OF THE PROCEEDS AFTER THE PAYMENTS PURSUANT TO ARTICLES 11.3(A)(I) AND 11.3(A)(II) TO THE HOLDERS OF A PREFERRED ORDINARY SHARES AND ORDINARY SHARES, ALLOCATED AMONGST THEM PRO RATA TO THE NUMBER OF A PREFERRED ORDINARY SHARES AND ORDINARY SHARES HELD BY THEM AS IF THE A PREFERRED ORDINARY SHARES AND ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARE. (B) IN THE EVENT OF A SHARE SALE THEN, NOTWITHSTANDING ANYTHING TO THE CONTRARY IN THE TERMS OF SUCH SHARE SALE (UNLESS ALL THE HOLDERS OF SHARES IMMEDIATELY PRIOR TO THE SHARE SALE HAVE AGREED IN WRITING TO THE CONTRARY, WHETHER IN THE AGREEMENTS FOR THE SHARE SALE OR OTHERWISE), THE HOLDERS OF SHARES IMMEDIATELY PRIOR TO SUCH SHARE SALE SHALL PROCURE THAT THE PROCEEDS FROM SUCH SHARE SALE ARE PAID INTO A DESIGNATED TRUSTEE ACCOUNT AND SHALL BE DISTRIBUTED AMONGST THE SELLING HOLDERS OF SHARES IN ACCORDANCE WITH ARTICLE 11.3(A). (C) UPON THE

COMPLETION OF AN ASSET SALE, ALL OF THE HOLDERS OF SHARES SHALL PROCURE THAT THE COMPANY IS WOUND UP AND SHALL TAKE ALL SUCH STEPS AS ARE REQUIRED TO WIND UP THE COMPANY AND DISTRIBUTE THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES TO THE HOLDERS OF SHARES IN ACCORDANCE WITH ARTICLE 11.3(A). THE ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	PREFERENCE	Number allotted	3569
	SHARES	Aggregate nominal value:	35.69
Currency:	GBP		
Prescribed particulars			

DEFINED TERMS ARE AS SET OUT IN THE ARTICLES OF ASSOCIATION. THE HOLDERS OF THE PREFERENCE SHARES SHALL NOT BE ENTITLED TO VOTE. THE HOLDERS OF THE PREFERENCE SHARES SHALL NOT BE ENTITLED TO A DIVIDEND. ON A RETURN OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL (OTHER THAN A PURCHASE OF OWN SHARES BY THE COMPANY) OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (INCLUDING THE LOAN NOTES, TO THE EXTENT THEY HAVE NOT PREVIOUSLY BEEN REDEEMED OR CONVERTED) AND AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF SHARES (THE "PROCEEDS") SHALL BE APPLIED AS FOLLOWS: (I) FIRST, A SUM EQUAL TO THE AGGREGATE ISSUE PRICE OF THE A PREFERRED ORDINARY SHARES, TO BE PAID: (A) 99.9999% TO THE HOLDERS OF THE A PREFERRED ORDINARY SHARES PRO RATA TO THE NUMBER OF A PREFERRED ORDINARY SHARES HELD BY THEM; (B) 0.00005% TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD BY THEM; AND (C) 0.00005% TO THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE NUMBER OF PREFERENCE SHARES HELD BY THEM; (II) SECOND, IN PAYING TO THE HOLDERS OF PREFERENCE SHARES, AN AMOUNT UP TO THE INITIAL AMOUNT, TO BE PAID: (A) 0.00005% TO THE HOLDERS OF THE A PREFERRED ORDINARY SHARES PRO RATA TO THE NUMBER OF A PREFERRED ORDINARY SHARES HELD BY THEM; (B) 0.00005% TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD BY THEM; AND (C) 99.9999% TO THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE NUMBER OF PREFERENCE SHARES HELD BY THEM; AND (III) SUBJECT THERETO, IN PAYING THE BALANCE OF THE PROCEEDS AFTER THE PAYMENTS PURSUANT TO ARTICLES 11.3(A) (I) AND 11.3(A)(II) TO THE HOLDERS OF A PREFERRED ORDINARY SHARES AND ORDINARY SHARES, ALLOCATED AMONGST THEM PRO RATA TO THE NUMBER OF A PREFERRED ORDINARY SHARES AND ORDINARY SHARES HELD BY THEM AS IF THE A PREFERRED ORDINARY SHARES AND ORDINARY SHARES CONSTITUTED ONE CLASS OF SHARE. (B) IN THE EVENT OF A SHARE SALE THEN, NOTWITHSTANDING ANYTHING TO THE CONTRARY IN THE TERMS OF SUCH SHARE SALE (UNLESS ALL THE HOLDERS OF SHARES IMMEDIATELY PRIOR TO THE SHARE SALE HAVE AGREED IN WRITING TO THE CONTRARY, WHETHER IN THE AGREEMENTS FOR THE SHARE SALE OR OTHERWISE), THE HOLDERS OF SHARES IMMEDIATELY PRIOR TO SUCH SHARE SALE SHALL PROCURE THAT THE PROCEEDS FROM SUCH SHARE SALE ARE PAID INTO A DESIGNATED TRUSTEE ACCOUNT AND SHALL BE DISTRIBUTED AMONGST THE SELLING HOLDERS OF SHARES IN ACCORDANCE WITH ARTICLE 11 3(A). (C) UPON THE COMPLETION OF AN ASSET SALE, ALL OF THE HOLDERS OF SHARES SHALL PROCURE THAT THE COMPANY IS WOUND UP AND SHALL TAKE ALL SUCH STEPS AS ARE REQUIRED TO WIND UP THE COMPANY AND DISTRIBUTE THE ASSETS

**OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES TO THE HOLDERS OF SHARES IN ACCORDANCE WITH ARTICLE 11.3(A). THE PREFERENCE SHARES ARE NOT REDEEMABLE.**



---

## Statement of Capital (Totals)

---

Currency:	<b>GBP</b>	Total number of shares:	<b>31864266</b>
		Total aggregate nominal value:	<b>354.29697</b>
		Total aggregate amount unpaid:	<b>0</b>

---

### Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.