Companies House

SH01(ef)

Return of Allotment of Shares

Company Name: **ASSETZ EXCHANGE LIMITED**
Company Number: **09285310**

Received for filing in Electronic Format on the: **07/05/2019**

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Shares Allotted (including bonus shares)

Date or period during which shares are allotted — From **20/04/2019**

Class of Shares:	**ORDINARY**	Number allotted	**3411**
Currency:	**GBP**	Nominal value of each share	**0.0001**
		Amount paid:	**8.5**
		Amount unpaid:	**0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	**ORDINARY**	Number allotted	**128967**
Currency:	**GBP**	Aggregate nominal value:	**12.8967**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	**B**	Number allotted	**400000**
Currency:	**GBP**	Aggregate nominal value:	**40**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	**C**	Number allotted	**413334**
Currency:	**GBP**	Aggregate nominal value:	**41.3334**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	**A1 SHARES**	Number allotted	**102000**
		Aggregate nominal value:	**10.2**
Currency:	**GBP**		

Prescribed particulars

1. SUBJECT TO 2, IF, AT ANY TIME, B SHARES ARE HELD BY A BODY CORPORATE, SUCH B SHARES HELD BY THE BODY CORPORATE SHALL NOT CARRY ANY VOTING RIGHTS AT GENERAL MEETINGS OFTHE COMPANY. 2. WHENEVER THE CAPITAL OF THE COMPANY IS DIVIDED INTO DIFFERENT CLASSES OF SHARES, THE SPECIAL RIGHTS ATTACHED TO ANY CLASS MAY BE VARIED OR ABROGATED WITH THE CONSENT IN WRITING OF THE

HOLDERS OF 75% IN NUMBER OF THE ISSUED SHARES OF THAT CLASS. 3. SUBJECT TO 5, ALL DIVIDENDS SHALL BE DISTRIBUTED TO THE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY (AS IF EACH CLASS OF SHARE IN ISSUE TOGETHER CONSTITUTED A SINGLE CLASS OF SHARES) AND SHALL ACCRUE DAILY (ASSUMING A 365-DAY YEAR). 4. ALL DIVIDENDS SHALL BE PAID IN CASH. 5. UNLESS AND UNTIL THERE IS AN EXIT, THE DIVIDENDS ACCRUED BY THE HOLDER OF A2 SHARES SHALL BE DISTRIBUTED TO THE HOLDER(S) OF A1 SHARES PRO RATA ACCORDING TO THE NUMBER OF A1 SHARES HELD BY THEM RESPECTIVELY. 6. ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL (TO THE EXTENT THAT THE COMPANY IS LAWFULLY ABLE TO DO SO) BE APPLIED AS FOLLOWS: A. IN RESPECT OF ALL SHARES IN ISSUE, SUCH AMOUNT AS IS EQUAL TO THE AMOUNT PAID UP IN RESPECT OF SUCH SHARES (IF ANY); AND B. ANY BALANCE FOLLOWING THE DISTRIBUTION REFERRED TO IN 5(A) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS IN PROPORLION TO THE NUMBER OF SHARES HELD BY THEM (AS IF EACH CLASS OF SHARE IN ISSUE TOGETHER CONSTITUTED A SINGLE CLASS OF SHARES). 7. SUBJECT TO 8, THE PROCEEDS OF AN EXIT (AFTER DEDUCTING ALL ASSOCIATED COSTS AND EXPENSES) SHALL BE DISTRIBUTED PRO RATA AMONGST THE SHAREHOLDERS ACCORDING TO THE NUMBER OF SHARES HELD BY THEM AS IF EACH CLASS OF SHARES IN ISSUE TOGETHER CONSTITUTED A SINGLE CLASS OF SHARES. 8. THE TOTAL PROCEEDS OF AN EXIT DUE TO THE HOLDERS OF A SHARES SHALL BE DISTRIBUTED AS FOLLOWS: A. FIRSTLY IN PAYING TO THE HOLDERS OF A1 SHARES THE FIRST £2,000,000 OF PROCEEDS DUE TO THE HOLDERS OF A SHARES; B. SECONDLY, SHOULD THERE BE ANY SURPLUS FOLLOWING THE PAYMENT IN 10(A), IN PAYING THAT SURPLUS TO THE HOLDERS OF A1 SHARES AND A2 SHARES IN PROPORLION TO 51% AND 49% RESPECTIVELY.

Class of Shares:	**A2 SHARES**	Number allotted	**98000**
		Aggregate nominal value:	**9.8**
Currency:	**GBP**		

Prescribed particulars

1. SUBJECT TO 2, IF, AT ANY TIME, B SHARES ARE HELD BY A BODY CORPORATE, SUCH B SHARES HELD BY THE BODY CORPORATE SHALL NOT CARRY ANY VOTING RIGHTS AT GENERAL MEETINGS OFTHE COMPANY. 2. WHENEVER THE CAPITAL OF THE COMPANY IS DIVIDED INTO DIFFERENT CLASSES OF SHARES, THE SPECIAL RIGHTS ATTACHED TO

ANY CLASS MAY BE VARIED OR ABROGATED WITH THE CONSENT IN WRITING OF THE HOLDERS OF 75% IN NUMBER OF THE ISSUED SHARES OF THAT CLASS. 3. SUBJECT TO 5, ALL DIVIDENDS SHALL BE DISTRIBUTED TO THE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD BY THEM RESPECTIVELY (AS IF EACH CLASS OF SHARE IN ISSUE TOGETHER CONSTITUTED A SINGLE CLASS OF SHARES) AND SHALL ACCRUE DAILY (ASSUMING A 365-DAY YEAR). 4. ALL DIVIDENDS SHALL BE PAID IN CASH. 5. UNLESS AND UNTIL THERE IS AN EXIT, THE DIVIDENDS ACCRUED BY THE HOLDER OF A2 SHARES SHALL BE DISTRIBUTED TO THE HOLDER(S) OF A1 SHARES PRO RATA ACCORDING TO THE NUMBER OF A1 SHARES HELD BY THEM RESPECTIVELY. 6. ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL (TO THE EXTENT THAT THE COMPANY IS LAWFULLY ABLE TO DO SO) BE APPLIED AS FOLLOWS: A. IN RESPECT OF ALL SHARES IN ISSUE, SUCH AMOUNT AS IS EQUAL TO THE AMOUNT PAID UP IN RESPECT OF SUCH SHARES (IF ANY); AND B. ANY BALANCE FOLLOWING THE DISTRIBUTION REFERRED TO IN 5(A) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS IN PROPORLION TO THE NUMBER OF SHARES HELD BY THEM (AS IF EACH CLASS OF SHARE IN ISSUE TOGETHER CONSTITUTED A SINGLE CLASS OF SHARES). 7. SUBJECT TO 8, THE PROCEEDS OF AN EXIT (AFTER DEDUCTING ALL ASSOCIATED COSTS AND EXPENSES) SHALL BE DISTRIBUTED PRO RATA AMONGST THE SHAREHOLDERS ACCORDING TO THE NUMBER OF SHARES HELD BY THEM AS IF EACH CLASS OF SHARES IN ISSUE TOGETHER CONSTITUTED A SINGLE CLASS OF SHARES. 8. THE TOTAL PROCEEDS OF AN EXIT DUE TO THE HOLDERS OF A SHARES SHALL BE DISTRIBUTED AS FOLLOWS: A. FIRSTLY IN PAYING TO THE HOLDERS OF A1 SHARES THE FIRST £2,000,000 OF PROCEEDS DUE TO THE HOLDERS OF A SHARES; B. SECONDLY, SHOULD THERE BE ANY SURPLUS FOLLOWING THE PAYMENT IN 10(A), IN PAYING THAT SURPLUS TO THE HOLDERS OF A1 SHARES AND A2 SHARES IN PROPORLION TO 51% AND 49% RESPECTIVELY.

Statement of Capital (Totals)

Currency:	**GBP**	Total number of shares:	**1142301**
		Total aggregate nominal value:	**114.2301**
		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.