

# SH01

## Return of allotment of shares



Companies House

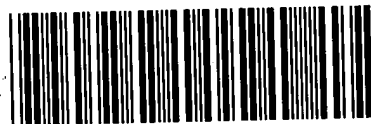


Go online to file this information  
[www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

☒ **What this form is for**  
You may use this form to give  
notice of shares allotted following  
incorporation.

☐ **What this form is NOT for**  
You cannot use this form to give  
notice of shares taken  
on formation of the company  
for an allotment of a new  
share by an unlimited

WEDNESDAY



LD4 \*L7GQDZWQ\* 17/10/2018 #34  
COMPANIES HOUSE

### 1 Company details

Company number 0 9 2 8 6 5 3 1

Company name in full Garrison Technology Ltd

**Filling in this form.**  
Please complete in typescript or in  
bold black capitals.

All fields are mandatory unless  
specified or indicated by \*

### 2 Allotment dates

From Date d 1 d 2 m 1 m 0 y 2 y 0 y 1 y 8  
To Date d d m m y y y y

**Allotment date**  
If all shares were allotted on the  
same day enter that date in the  
'from date' box. If shares were  
allotted over a period of time,  
complete both 'from date' and 'to  
date' boxes.

### 3 Shares allotted

Please give details of the shares allotted, including bonus shares.  
(Please use a continuation page if necessary.)

**Currency**  
If currency details are not  
completed we will assume currency  
is in pound sterling.

Currency	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
GBP	N Shares	28,092	£0.000025	11.4322650	0
GBP	B Shares	2,006,689	£0.000025	11.4322650	0

If the allotted shares are fully or partly paid up otherwise than in cash, please  
state the consideration for which the shares were allotted.

**Continuation page**  
Please use a continuation page if  
necessary.

Details of non-cash  
consideration.

If a PLC, please attach  
valuation report (if  
appropriate)

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**Statement of capital**

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

**Complete a separate table for each currency (if appropriate).** For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
<b>Currency table A</b>				
	SEE CONTINATION PAGE			
	<b>Totals</b>			
<b>Currency table B</b>				
	<b>Totals</b>			
<b>Currency table C</b>				
	<b>Totals</b>			
<b>Totals (including continuation pages)</b>		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
		10,765,410	£269.13525	0

❶ Please list total aggregate values in different currencies separately.  
For example: £100 + €100 + \$10 etc.

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**Statement of capital (prescribed particulars of rights attached to shares)**

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in Section 4.

Class of share

Prescribed particulars  
①

See Continuation pages

Class of share

Prescribed particulars  
①

Class of share

Prescribed particulars  
①**① Prescribed particulars of rights attached to shares**

The particulars are:

- a particulars of any voting rights, including rights that arise only in certain circumstances;
- b particulars of any rights, as respects dividends, to participate in a distribution;
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

**Continuation page**

Please use a Statement of Capital continuation page if necessary.

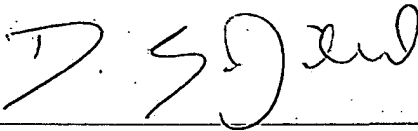
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**Signature**

I am signing this form on behalf of the company.

Signature

Signature

X  X

This form may be signed by:

Director ②, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

**② Societas Europaea**

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

**③ Person authorised**

Under either section 270 or 274 of the Companies Act 2006.

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## Return of allotment of shares

**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name Linda McElwee

Company name Osborne Clarke LLP

Address One London Wall

Post town London

County/Region

Postcode E C 2 Y 5 E B

Country

DX

Telephone 0207 105 7619

**Checklist**

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have shown the date(s) of allotment in section 2.
- ☐ You have completed all appropriate share details in section 3.
- ☐ You have completed the relevant sections of the statement of capital.
- ☐ You have signed the form.

**Important information**

Please note that all information on this form will appear on the public record.

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

**For companies registered in England and Wales:**  
The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ.  
DX 33050 Cardiff.

**For companies registered in Scotland:**  
The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post).

**For companies registered in Northern Ireland:**  
The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG.  
DX 481 N.R. Belfast 1.

**Further information**

For further information please see the guidance notes on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

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### Statement of capital

Complete the table below to show the issued share capital.  
Complete a separate table for each currency.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
GBP	Ordinary Shares	4,020,732	£100.5183	
GBP	A Preferred Shares	1,147,715	£28.692875	
GBP	A1 Preferred Shares	944,733	£23.618325	
GBP	A2 Preferred Shares	2,617,449	£65.436225	
GBP	B Preferred Shares	2,006,689	£50.167225	
GBP	N Shares	28,092	£0.7023	
Totals		10,765,410	£269.13525	

**5 Statement of capital (prescribed particulars of rights attached to shares)**

Class of share	Ordinary shares
Prescribed particulars	<p><b>VOTING:</b> The holders of the Ordinary Shares shall have the right to receive notice of and attend and vote and speak at any general meeting of the Company and shall be entitled to vote on any written resolution of the Company. Save as provided otherwise in the Companies Act 2006, each such holder present in person or by proxy or by representative shall be entitled to a show of hands to one vote and on a poll or written resolution to one vote for each Voting Share held by him.</p> <p><b>DIVIDENDS:</b> Any available profits which the Company may determine to distribute in respect of any Financial Year will be distributed among the holders of the Preferred Shares, Ordinary Shares and N Shares (pari passu as if they constituted one class of share) pro rata to their respective holdings of Preferred Shares, Ordinary shares and or N Shares.</p> <p><b>CAPITAL:</b> As to capital, on a liquidation or other return of capital, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p> <p>first in paying to the holders of B Preferred Shares, in priority to any other classes of Shares, a sum equal to the issue price for such Shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the Issue Price, the surplus assets shall be distributed to the holders of the B Preferred Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of B Preferred Shares);</p> <p>second in paying to the holders of the A Shares a sum equal to the issue price for such Shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the issue price, the surplus assets shall be distributed to the holders of the A Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of A Shares); and</p> <p>third in distributing the balance amongst the holders of the Ordinary and N Shares pro rata in proportion to the number of Ordinary and N Shares held by them respectively.</p> <p><b>REDEMPTION:</b> No rights of redemption.</p>

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## Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Preferred A shares	
Prescribed particulars	<p><b>VOTING:</b> The holders of A preferred shares shall have the right to receive notice of and attend and vote and speak at any general meeting of the Company and shall be entitled to vote on any written resolution of the Company. Save as provided otherwise in the Act, each such holder present in person or by proxy or by representative shall be entitled to a show of hands to one vote and on a poll or written resolution to one vote for each Voting Share held by him.</p> <p><b>DIVIDENDS:</b> Any Available Profits which the Company may determine, with Investor Majority Consent, to distribute in respect of any Financial Year will be distributed among the holders of the Preferred Shares, Ordinary Shares and N Shares (pari passu as if they constituted one class of share) pro rata to their respective holdings of Preferred Shares and or Equity Shares.</p> <p><b>CAPITAL:</b> As to capital, on a liquidation or other return of capital, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p> <p>first in paying to the holders of B Preferred Shares, in priority to any other classes of Shares, a sum equal to the Issue Price for such Shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the Issue Price, the surplus assets shall be distributed to the holders of the B Preferred Shares pro rata in proportion to the amount of the aggregate Issue Price of their respective holdings of B Preferred Shares);</p> <p>second in paying to the holders of the A Shares a sum equal to the Issue Price for such Shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the Issue Price, the surplus assets shall be distributed to the holders of the A Shares pro rata in proportion to the amount of the aggregate Issue Price of their respective holdings of A Shares); and</p> <p>third in distributing the balance amongst the holders of the Equity Shares pro rata in proportion to the number of Equity Shares held by them respectively.</p> <p><b>REDEMPTION:</b> No redemption rights.</p>	

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### Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Preferred A1	
Prescribed particulars	<p><b>VOTING:</b> The holders of the Preferred A1 Shares shall have the right to receive notice of and attend and vote and speak at any general meeting of the Company and shall be entitled to vote on any written resolution of the Company. Save as provided otherwise in the Companies Act 2006, each such holder present in person or by proxy or by representative shall be entitled to a show of hands to one vote and on a poll or written resolution to one vote for each Voting Share held by him.</p> <p><b>DIVIDENDS:</b> Any available profits which the Company may determine to distribute in respect of any Financial Year will be distributed among the holders of the Preferred Shares, Ordinary Shares and N Shares (pari passu as if they constituted one class of share) pro rata to their respective holdings of Preferred Shares, Ordinary shares and or N Shares.</p> <p><b>CAPITAL:</b> As to capital, on a liquidation or other return of capital, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p> <p>first in paying to the holders of B Preferred Shares, in priority to any other classes of Shares, a sum equal to the issue price for such Shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the Issue Price, the surplus assets shall be distributed to the holders of the B Preferred Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of B Preferred Shares);</p> <p>second in paying to the holders of the A Shares a sum equal to the issue price for such Shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the issue price, the surplus assets shall be distributed to the holders of the A Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of A Shares); and</p> <p>third in distributing the balance amongst the holders of the Ordinary and N Shares pro rata in proportion to the number of Ordinary and N Shares held by them respectively.</p> <p><b>REDEMPTION:</b> No rights of redemption.</p>	



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### Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Preferred A2
Prescribed particulars	<p><b>VOTING:</b> The holders of the Preferred A2 Shares shall have the right to receive notice of and attend and vote and speak at any general meeting of the Company and shall be entitled to vote on any written resolution of the Company. Save as provided otherwise in the Companies Act 2006, each such holder present in person or by proxy or by representative shall be entitled to a show of hands to one vote and on a poll or written resolution to one vote for each Voting Share held by him.</p> <p><b>DIVIDENDS:</b> Any available profits which the Company may determine to distribute in respect of any Financial Year will be distributed among the holders of the Preferred Shares, Ordinary Shares and N Shares (pari passu as if they constituted one class of share) pro rata to their respective holdings of Preferred Shares, Ordinary shares and or N Shares.</p> <p><b>CAPITAL:</b> As to capital, on a liquidation or other return of capital, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p> <p>first in paying to the holders of B Preferred Shares, in priority to any other classes of Shares, a sum equal to the issue price for such Shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the Issue Price, the surplus assets shall be distributed to the holders of the B Preferred Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of B Preferred Shares);</p> <p>second in paying to the holders of the A Shares a sum equal to the issue price for such Shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the issue price, the surplus assets shall be distributed to the holders of the A Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of A Shares); and</p> <p>third in distributing the balance amongst the holders of the Ordinary and N Shares pro rata in proportion to the number of Ordinary and N Shares held by them respectively.</p> <p><b>REDEMPTION:</b> No rights of redemption.</p>

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### Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Preferred B
Prescribed particulars	<p><b>VOTING:</b> The holders of the Preferred B Shares shall have the right to receive notice of and attend and vote and speak at any general meeting of the Company and shall be entitled to vote on any written resolution of the Company. Save as provided otherwise in the Companies Act 2006, each such holder present in person or by proxy or by representative shall be entitled to a show of hands to one vote and on a poll or written resolution to one vote for each Voting Share held by him.</p> <p><b>DIVIDENDS:</b> Any available profits which the Company may determine to distribute in respect of any Financial Year will be distributed among the holders of the Preferred Shares, Ordinary Shares and N Shares (pari passu as if they constituted one class of share) pro rata to their respective holdings of Preferred Shares, Ordinary shares and or N Shares.</p> <p><b>CAPITAL:</b> As to capital, on a liquidation or other return of capital, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p> <p>first in paying to the holders of B Preferred Shares, in priority to any other classes of Shares, a sum equal to the issue price for such Shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the Issue Price, the surplus assets shall be distributed to the holders of the B Preferred Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of B Preferred Shares);</p> <p>second in paying to the holders of the A Shares a sum equal to the issue price for such Shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the issue price, the surplus assets shall be distributed to the holders of the A Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of A Shares); and</p> <p>third in distributing the balance amongst the holders of the Ordinary and N Shares pro rata in proportion to the number of Ordinary and N Shares held by them respectively.</p> <p><b>REDEMPTION:</b> No rights of redemption.</p>

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### Statement of capital (prescribed particulars of rights attached to shares)

Class of share	N SHARES
Prescribed particulars	<p><b>VOTING:</b> The holders of the N Shares shall not have the right to receive notice of any general meeting of the Company nor the right to attend, speak or vote at any such general meeting.</p> <p><b>DIVIDENDS:</b> Any Available Profits which the Company may determine, with Investor Majority Consent, to distribute in respect of any Financial Year will be distributed among the holders of the Preferred Shares, Ordinary Shares and N Shares (pari passu as if they constituted one class of share) pro rata to their respective holdings of Preferred Shares and or Equity Shares.</p> <p><b>CAPITAL:</b> As to capital, on a liquidation or other return of capital, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p> <p>first in paying to the holders of B Preferred Shares, in priority to any other classes of Shares, a sum equal to the Issue Price for such Shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the Issue Price, the surplus assets shall be distributed to the holders of the B Preferred Shares pro rata in proportion to the amount of the aggregate Issue Price of their respective holdings of B Preferred Shares);</p> <p>second in paying to the holders of the A Shares a sum equal to the Issue Price for such Shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the Issue Price, the surplus assets shall be distributed to the holders of the A Shares pro rata in proportion to the amount of the aggregate Issue Price of their respective holdings of A Shares); and</p> <p>third in distributing the balance amongst the holders of the Equity Shares pro rata in proportion to the number of Ordinary and N Shares held by them respectively.</p> <p><b>REDEMPTION:</b> No rights of redemption</p>