

**Return of Allotment of Shares**Company Name: **GARRISON TECHNOLOGY LTD**Company Number: **09286531**Received for filing in Electronic Format on the: **23/01/2024**

XCVD42FN

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>11/12/2023</b>	

**Class of Shares: N SHARES****Currency: GBP****Number allotted 6500****Nominal value of each share 0.000025****Amount paid: 0.02****Amount unpaid: 0**

No shares allotted other than for cash

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## Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>1147715</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>28.692875</b>
	<b>SHARES</b>		

Currency: **GBP**

Prescribed particulars

**VOTING THE HOLDERS OF THE A PREFERRED SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND, VOTE AND SPEAK AT ANY GENERAL MEETING AND VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. EACH HOLDER PRESENT IN PERSON OR BY PROXY SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH A PREFERRED SHARE HELD DIVIDENDS ANY PROFITS WHICH THE COMPANY OR BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (EQUALLY AS IF THEY WERE ONE CLASS OF SHARE) PRO RATA ACCORDING TO THE NUMBER OF VOTING SHARES HELD. CAPITAL 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: (A) FIRST IN PAYING TO THE HOLDERS OF THE PREFERRED 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 PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES; AND (B) SECOND 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. REDEMPTION NO RIGHTS OF REDEMPTION**

<b>Class of Shares:</b>	<b>A1</b>	Number allotted	<b>944733</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>23.618325</b>
	<b>SHARES</b>		

Currency: **GBP**

Prescribed particulars

VOTING THE HOLDERS OF THE A1 PREFERRED SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND, VOTE AND SPEAK AT ANY GENERAL MEETING AND VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. EACH HOLDER PRESENT IN PERSON OR BY PROXY SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH A1 PREFERRED SHARE HELD DIVIDENDS ANY PROFITS WHICH THE COMPANY OR BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (EQUALLY AS IF THEY WERE ONE CLASS OF SHARE) PRO RATA ACCORDING TO THE NUMBER OF VOTING SHARES HELD. CAPITAL AS TO CAPITAL, ON LIQUIDATION OR OTHER RETURN OF CAPITAL, THE SURPLUS ASSETS AVAILABLE AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THE HOLDERS OF PREFERRED 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 PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES; AND (B) SECOND 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. REDEMPTION NO RIGHTS OF REDEMPTION

<b>Class of Shares:</b>	<b>A2</b>	Number allotted	<b>2617449</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>65.436225</b>
	<b>SHARES</b>		
Currency:	<b>GBP</b>		
Prescribed particulars			

VOTING THE HOLDERS OF THE A2 PREFERRED SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND, VOTE AND SPEAK AT ANY GENERAL MEETING AND VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. EACH HOLDER PRESENT IN PERSON OR BY PROXY SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH A2 PREFERRED SHARE HELD. DIVIDENDS ANY PROFITS WHICH THE COMPANY OR BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (EQUALLY AS IF THEY WERE ONE CLASS OF SHARE) PRO RATA ACCORDING TO THE NUMBER OF VOTING SHARES HELD. CAPITAL AS TO CAPITAL, ON LIQUIDATION OR OTHER RETURN OF CAPITAL, THE SURPLUS ASSETS AVAILABLE AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THE HOLDERS OF PREFERRED 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 PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES); AND (B) SECOND 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. REDEMPTION NO RIGHTS OF REDEMPTION.

Class of Shares:	<b>B</b>	Number allotted	<b>2393201</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>59.830025</b>
	<b>SHARES</b>		
Currency:	<b>GBP</b>		
Prescribed particulars			

VOTING THE HOLDERS OF THE B PREFERRED SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND, VOTE AND SPEAK AT ANY GENERAL MEETING AND VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. EACH HOLDER PRESENT IN PERSON OR BY PROXY SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH A2 PREFERRED SHARE HELD. DIVIDENDS ANY PROFITS WHICH THE COMPANY OR BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (EQUALLY AS IF THEY WERE ONE CLASS OF SHARE) PRO RATA ACCORDING TO THE NUMBER OF VOTING SHARES HELD. CAPITAL AS TO CAPITAL, ON LIQUIDATION OR OTHER RETURN OF CAPITAL, THE SURPLUS ASSETS AVAILABLE AFTER PAYMENT OF THE COMPANY'S LIABILITIES SHALL BE DISTRIBUTED AS FOLLOWS: (A) FIRST IN PAYING TO THE HOLDERS OF PREFERRED 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 PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES); AND (B) SECOND 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. REDEMPTION NO RIGHTS OF REDEMPTION.

<b>Class of Shares:</b>	<b>B1</b>	Number allotted	<b>1355809</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>33.895225</b>
	<b>SHARES</b>		
Currency:	<b>GBP</b>		
Prescribed particulars			

**VOTING:**THE HOLDERS OF THE B1 PREFERRED SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND, VOTE AND SPEAK AT ANY GENERAL MEETING AND VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. EACH HOLDER PRESENT IN PERSON OR BY PROXY SHALL BE ENTITLED N A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH B PREFERRED SHARE HELD.

**DIVIDENDS:** ANY AVAILABLE PROFITS WHICH THE COMPANY OR BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PREFERRED SHARES AND THE EQUITY SHARES (EQUALLY AS IF THEY WERE ONE CLASS OF SHARE) PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD.

**CAPITAL:** 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: (A) FIRST IN PAYING TO THE HOLDERS OF THE B1 PREFERRED 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 B1 PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF B1 PREFERRED SHARES); AND (B) SECOND IN PAYING TO THE HOLDERS OF THE B PREFERRED 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); (C) IN PAYING TO THE HOLDERS OF THE A PREFERRED 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 PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF A PREFERRED SHARES); AND (D) IN DISTRIBUTING THE BALANCE AMONGST THE HOLDERS OF THE EQUITY SHARES HELD BY THEM RESPECTIVELY.

**REDEMPTION:** NO RIGHTS OF REDEMPTION.

<b>Class of Shares:</b>	<b>N</b>	Number allotted	<b>423058</b>
	<b>SHARES</b>	Aggregate nominal value:	<b>10.57645</b>
<b>Currency:</b>	<b>GBP</b>		

Prescribed particulars

**VOTING: 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. DIVIDENDS: 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 OR EQUITY SHARES. CAPITAL: 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: (A) FIRST IN PAYING TO THE HOLDERS OF PREFERRED 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 PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES); AND (B) SECOND 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. REDEMPTION NO RIGHTS OF REDEMPTION.**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>3662312</b>
	<b>SHARES</b>	Aggregate nominal value:	<b>91.5578</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

VOTING THE HOLDERS OF THE ORDINARY SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND, VOTE AND SPEAK AT ANY GENERAL MEETING AND VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. EACH HOLDER PRESENT IN PERSON OR BY PROXY SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH ORDINARY SHARE HELD. DIVIDENDS ANY PROFITS WHICH THE COMPANY OR BOARD MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE VOTING SHARES (EQUALLY AS IF THEY WERE ONE CLASS OF SHARE) PRO RATA ACCORDING TO THE NUMBER OF VOTING SHARES HELD. CAPITAL 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: (A) FIRST IN PAYING TO THE HOLDERS OF PREFERRED 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 PREFERRED SHARES PRO RATA IN PROPORTION TO THE AMOUNT OF THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES) ; AND (B) SECOND 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. REDEMPTION NO RIGHTS OF REDEMPTION



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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>12544277</b>
		Total aggregate nominal value:	<b>313.606925</b>
		Total aggregate amount unpaid:	<b>0</b>

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### Authorisation

Authenticated

This form was authorised by one of the following:

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