

**DON'T
STAPLE**

SH01

Return of allotment of shares



Companies House

FileOnline

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

☐ **What this form is for**
You cannot use this form to give notice of shares allotted following incorporation of the company for an allotment of shares by an unlisted company.



A16 *AC9JP5MZ* 09/08/2023 #18
COMPANIES HOUSE

1 Company details

Company number 0 9 3 6 8 4 3 1

Company name in full QIO TECHNOLOGIES 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 d₂ d₃ m₀ m₁ y₂ y₀ y₂ y₃
To Date d₂ d₃ m₀ m₁ y₂ y₀ y₂ y₃

1 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.)

2 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
£	Series B Preference	3,952,380	0.001	USD 0.7590	

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

Details of non-cash consideration.

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

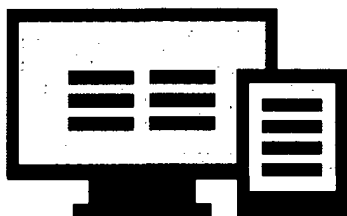
Continuation page
Please use a continuation page if necessary.



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Use the online service to update your information as quickly as possible.

Or visit:

www.gov.uk/file-changes-to-a-company-with-companies-house

**It takes longer to
process paper forms
sent to us by post**

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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'.

Continuation page

Please use a Statement of Capital continuation page if necessary.

Currency	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium

Currency table A

£	Series B Preference	5,438,513	5,438.513	
£	A Ordinary	78,604	78.604	
£	Ordinary	19,212,933	19,212.933	
Totals		24,730,050	24,730.050	0

Currency table B

Totals				

Currency table C

Totals				

Total issued share capital table

You must complete this table to show your total issued share capital. Add the totals from all currency tables, including continuation pages.	Total number of shares	Total aggregate nominal value	Total aggregate amount unpaid ❶
		Show different currencies separately. For example: £100 + €100 + \$10	Show different currencies separately. For example: £100 + €100 + \$10
Grand total	24,730,050	24,730.050	0

❶ Total aggregate amount unpaid

Enter 0 or 'nil' if the shares are fully paid. We'll assume the shares are fully paid if you leave this blank.

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5 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

Series B Preference

Prescribed particulars
①

Please see continuation page.

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.

Class of share

A Ordinary

Prescribed particulars
①

Please see continuation page.

Class of share

Ordinary

Prescribed particulars
①

Please see continuation page.

6 Signature

I am signing this form on behalf of the company.

Signature

Signature

X

DocuSigned by:

Tom Millican

40F2E0DDE867454...

X

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.

This form may be signed by:

Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

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**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	Nik Paskevic									
Company name	Fox Williams LLP									
Address	10 Finsbury Square									
Post town	London									
County/Region										
Postcode	E	C	2	A	1	A	F			
Country	United Kingdom									
DX										
Telephone	+44 (0) 20 7614 2598									

**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

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 or email 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

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Please give details of the shares allotted, including bonus shares.

② Currency

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

[illegible]

In accordance with
Section 555 of the
Companies Act 2006.

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

Details of non-cash
consideration.

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

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

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In accordance with
Section 555 of the
Companies Act 2006.

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

Class of share	Series B Preference	
Prescribed particulars	<p>Capitalised terms are as defined in the articles of association of the Company.</p> <p>Dividends: To the extent that the Company has Available Profits, the holders of Series B Preference Shares shall be entitled to a fixed, cumulative, preferential dividend at an annual rate of 8% of the Issue Price per Series B Preference Share, paid in cash on a Share Sale, Asset Sale, or IPO and immediately prior to any distribution of assets on a liquidation. In addition, any Available Profits which the Company may with Shareholder Majority Consent determine to distribute in respect of any Financial Year or relevant period will be distributed to the holders of Series B Preference Shares on a pro rata basis to the holders of Ordinary Shares.</p> <p>Capital: On a distribution of assets on liquidation or a return of capital, the holder of Series B Preference Shares shall have the first priority on any such distribution or a return of capital.</p> <p>Voting: The Series B Preference Shares shall confer on each holder the right to receive notice of and to attend, speak and vote at all general meetings of the Company and to receive and vote on proposed written resolutions of the Company.</p>	

In accordance with
Section 555 of the
Companies Act 2006.

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

Class of share	A Ordinary	
Prescribed particulars	<p>Capitalised terms are as defined in the articles of association of the Company.</p> <p>Dividends: The holders of A Ordinary Shares shall only be entitled to a distribution of either an interim or final dividend payment (which if payable will be paid on a pro rata basis with the holders of other Shares) if proposed by the Board with Shareholder Majority Consent.</p> <p>Capital: On a distribution of assets on liquidation or a return of capital, the holders of A Ordinary Shares shall be entitled to a distribution or a return of capital only after the holders of the Series B Preference Shares, and on a pro rata basis to the holders of the Ordinary Shares.</p> <p>Voting: The A Ordinary Shares shall not confer the holder the right to receive notice of and to attend, speak, and vote at any general meeting of the Company or to receive and vote on the proposed written resolutions of the Company</p>	

In accordance with
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Companies Act 2006.

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

Class of share	Ordinary	
Prescribed particulars	<p>Capitalised terms are as defined in the articles of association of the Company.</p> <p>Dividends: Any Available Profits which the Company may with Shareholder Majority Consent determine to distribute in respect of any Financial Year or relevant period will be distributed to the holders of Ordinary Shares on a pro rata basis to the holders of Series B Preference Shares.</p> <p>Capital: On a distribution of assets on liquidation or a return of capital, the holders of Ordinary Shares shall be entitled to a distribution or a return of capital only after the holders of the Series B Preference Shares, and on a pro rata basis to the holders of the A Ordinary Shares.</p> <p>Voting: The Ordinary Shares shall confer on each holder the right to receive notice of and to attend, speak and vote at all general meetings of the Company and to receive and vote on proposed written resolutions of the Company.</p>	