

**Return of Allotment of Shares**Company Name: **WEFARM LIMITED**Company Number: **09413259**Received for filing in Electronic Format on the: **02/11/2020**

X9GZR163

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	29/10/2020	29/10/2020

Class of Shares:	SERIES A1	Number allotted	4379262
	PREFERRED	Nominal value of each share	0.001
Currency:	GBP	Amount paid:	1.94
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	1247561
Currency:	GBP	Aggregate nominal value:	1247.561

Prescribed particulars

THE ORDINARY 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:	SEED	Number allotted	2027200
	PREFERRED	Aggregate nominal value:	2027.2

Currency: **GBP**

Prescribed particulars

SEED PREFERRED SHARES CARRY THE SAME VOTING RIGHTS AND DIVIDEND RIGHTS AS THE ORDINARY SHARES BUT, SUBJECT TO THE RIGHTS OF THE SERIES A PREFERRED SHARES, HAVE PREFERENTIAL RIGHTS TO PARTICIPATE IN A DISTRIBUTION OF SURPLUS ASSETS ON A WINDING UP. THE SEED PREFERRED SHARES DO NOT CARRY ANY REDEMPTION RIGHTS.

Class of Shares:	SERIES	Number allotted	2621400
	2 SEED	Aggregate nominal value:	2621.4
	PREFERRED		

Currency: **GBP**

Prescribed particulars

THE SERIES 2 SEED PREFERRED SHARES CARRY THE SAME VOTING RIGHTS AS THE ORDINARY SHARES AND (SUBJECT TO THE RIGHTS OF THE SERIES A PREFERRED SHARES) THE SAME PREFERENTIAL RIGHTS TO PARTICIPATE IN A DISTRIBUTION OF SURPLUS ASSETS ON A WINDING UP OR RETURN OF CAPITAL AS THE SEED PREFERRED SHARES. THE SERIES 2 SEED PREFERRED SHARES DO NOT CARRY ANY REDEMPTION RIGHTS.

Class of Shares:	SERIES	Number allotted	5305300
	A	Aggregate nominal value:	5305.3
	PREFERRED		

Currency: **GBP**

Prescribed particulars

THE SERIES A PREFERRED SHARES CARRY THE SAME VOTING RIGHTS AS THE ORDINARY SHARES BUT HAVE PREFERENTIAL RIGHTS TO PARTICIPATE IN A DISTRIBUTION OF SURPLUS ASSETS ON A WINDING UP OR RETURN OF CAPITAL AS FOLLOWS: IF THE COMPANY IS WOUND UP OR MAKES A RETURN OF CAPITAL, THE HOLDERS OF ORDINARY SHARES SHALL RECEIVE THEIR PRO RATA SHARE OF ANY ASSETS OF PROCEEDS AVAILABLE FOR DISTRIBUTION THAT REMAIN AFTER: (A) FIRSTLY, THE HOLDERS OF SERIES A PREFERRED SHARES HAVE RECEIVED THE GREATER OF: (I) THE ORIGINAL PURCHASE PRICE PAID BY SUCH HOLDERS FOR THEIR SERIES A PREFERRED SHARES; OR (II) THEIR PRO RATA SHARE OF SUCH ASSETS OR PROCEEDS ON THE BASIS THAT SUCH SERIES A PREFERRED SHARES HAD CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO THE WINDING UP OR RETURN OF CAPITAL; (B) SECONDLY, THE HOLDERS OF SEED PREFERRED SHARES AND SERIES 2 SEED PREFERRED SHARES HAVE RECEIVED THE GREATER OF: (I) THE ORIGINAL PURCHASE PRICE PAID BY SUCH HOLDERS FOR THEIR SEED PREFERRED SHARES AND/OR SERIES 2 SEED PREFERRED SHARES; OR (II) THEIR PRO RATA SHARE OF SUCH ASSETS OR PROCEEDS ON THE BASIS THAT SUCH SHARES HAD CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO THE WINDING UP OR RETURN OF CAPITAL; (C) THIRDLY, THE HOLDERS OF DEFERRED SHARES (IF ANY) HAVE RECEIVED A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES. THE SERIES A PREFERRED SHARES HAVE PREFERENTIAL RIGHTS TO DIVIDENDS AS FOLLOWS: IN THE EVENT THAT THE DIRECTORS OR THE SHAREHOLDERS RESOLVE TO PAY A DIVIDEND, THE COMPANY SHALL PAY IN RESPECT OF EACH SERIES A PREFERRED SHARE A FIXED, NON-CUMULATIVE, PREFERENTIAL DIVIDEND AT 8% OF THE SUBSCRIPTION PRICE PAID (OR AGREED TO BE PAID) IN RESPECT OF THAT SHARE (INCLUDING ANY SHARE PREMIUM) PER FINANCIAL YEAR IN WHICH A DIVIDEND IS PAID (PROVIDED THAT THE AGGREGATE PREFERENTIAL DIVIDEND IN RESPECT OF THE SERIES A PREFERRED SHARES SHALL IN EACH CASE BE CAPPED AT THE AMOUNT OF THE DISTRIBUTION. THE HOLDERS OF SERIES A PREFERRED SHARES SHALL ALSO BE ENTITLED TO PARTICIPATE IN ANY OTHER DIVIDEND AS IF THE SERIES A PREFERRED SHARES HAD CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH DISTRIBUTION. THE SERIES A PREFERRED SHARES DO NOT CARRY ANY REDEMPTION RIGHTS.

Class of Shares:	SERIES	Number allotted	5027201
	A1	Aggregate nominal value:	5027.201
	PREFERRED		

Currency: **GBP**

Prescribed particulars

THE SERIES A1 PREFERRED SHARES CARRY THE SAME VOTING RIGHTS AS THE ORDINARY SHARES. THEY DO NOT CARRY PREFERENTIAL RIGHTS TO PARTICIPATE IN A DISTRIBUTION OF SURPLUS ASSETS ON A WINDING UP OR RETURN OF CAPITAL. THE SERIES A1 PREFERRED SHARES DO NOT CARRY ANY REDEMPTION RIGHTS. AT ANY TIME ON A LIQUIDATION OR OTHER RETURN OF CAPITAL EVENT (INCLUDING THE REDEMPTION OR REPURCHASE OF SHARES) THE AGGREGATE AMOUNT PAYABLE TO ANY CORPORATE SHAREHOLDER AND ALL OF ITS RELEVANT "CONNECTED PERSONS" IS NOT TO EXCEED 50% OF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONGST THE PARTICIPATORS OF THE COMPANY AT THAT TIME. AT ANY TIME, ON A DISTRIBUTION OF ANY PROFITS OF THE COMPANY BY WAY OF DIVIDEND OR OTHERWISE (INCLUDING ON THE REDEMPTION OR REPURCHASE OF SHARES) NO DISTRIBUTION IS TO BE MADE TO ANY CORPORATE SHAREHOLDER AND ALL OF ITS RELEVANT "CONNECTED PERSONS" IF, AND TO THE EXTENT THAT, THE AGGREGATE AMOUNT THAT WOULD (BUT FOR THIS PROVISIO) BE PAYABLE TO THAT CORPORATE SHAREHOLDER AND ITS RELEVANT "CONNECTED PERSONS" EXCEED 50% OF THE TOTAL AMOUNT OF THE PROFITS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AT THAT TIME. AT ANY TIME THE AGGREGATE NUMBER OF VOTES ATTACHING TO ALL THE SHARES HELD BY ANY CORPORATE SHAREHOLDER AND ALL OF ITS RELEVANT "CONNECTED PERSONS" IS RESTRICTED TO THE LOWER OF: (I) 49.99% OF THE VOTES ATTACHING TO ALL SHARES; AND (II) THE TOTAL NUMBER OF VOTES THAT WOULD HAVE BEEN CONFERRED ON SUCH SHAREHOLDERS IF THE FOREGOING PROVISIO DID NOT APPLY.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	16228662
		Total aggregate nominal value:	16228.662
		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.