

**Return of Allotment of Shares**Company Name: **IMMJ SYSTEMS LIMITED**Company Number: **09434716**Received for filing in Electronic Format on the: **09/12/2021**

XAIYQ92I

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	25/11/2021	

Class of Shares: ORDINARY**Currency: GBP**Number allotted **44229**Nominal value of each share **0.001**Amount paid: **10.726**Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	326317
	ORDINARY	Aggregate nominal value:	326.317
Currency:	GBP		
Prescribed particulars			

EACH A ORDINARY SHARE CARRIES ONE VOTE. EACH A ORDINARY SHARE IS ENTITLED TO DIVIDEND PAYMENTS IN ACCORDANCE WITH ARTICLE 4.1 OF THE ARTICLES. ON A SALE OF THE EQUITY SHARES IN THE COMPANY, THE PROCEEDS OF SALE SHALL BE DISTRIBUTED (IN ACCORDANCE WITH ARTICLE 4.2 OF THE ARTICLES OF ASSOCIATION): (I) FIRST IF THE FULL AMOUNT OF ANY PREFERENCE DIVIDEND HAS NOT BEEN PAID IN ACCORDANCE WITH THE ARTICLES DUE A LACK OF AVAILABLE PROFITS, AN AMOUNT EQUAL TO THE SHORTFALL PLUS AN AGGREGATE EQUAL TO THE ISSUE PRICE FOR EACH PREFERENCE SHARE TO THE HOLDERS OF PREFERENCE SHARES PRO RATA TO THE NUMBER OF PREFERENCE SHARES HELD; (II) SECOND, THE A ORDINARY SHARES SHALL BE ENTITLED TO AN AMOUNT EQUAL TO THE ISSUE PRICE PAID ON SUCH A ORDINARY SHARES; (III) THEREAFTER, THE REMAINING BALANCE OF ANY SALE PROCEEDS (THE “REMAINING AMOUNT”) WILL BE DISTRIBUTED PROPORTIONALLY AMONGST THE HOLDERS OF THE A ORDINARY SHARES, ORDINARY SHARES AND B ORDINARY SHARES (AS IF THEY WERE ONE AND THE SAME CLASS) ACCORDING TO THE NUMBER OF A ORDINARY SHARES, ORDINARY SHARES AND B ORDINARY SHARES HELD WHERE THE RECURRING REVENUE (AS DEFINED IN THE ARTICLES) IS GREATER THAN £4,350,000 BUT LESS THAN OR EQUAL TO £4,650,000. WHERE THE RECURRING REVENUE IS LESS THAN OR EQUAL TO £4,350,000, OR IN EXCESS OF £4,650,000 THE PERCENTAGES RECEIVED BY THE HOLDERS OF EACH CLASS OF SHARES WILL BE ADJUSTED IN ACCORDANCE WITH ARTICLE 4.2.3 OF THE ARTICLES. THE MAXIMUM AMOUNT OF ANY REMAINING AMOUNT WHICH THE HOLDERS OF THE B ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE, SUBJECT TO ANY ADJUSTMENTS UNDER THE ARTICLES, SHALL BE IN AGGREGATE 7% OF THE REMAINING AMOUNT. SUBJECT TO ARTICLE 4.3.2 AND 4.3.3 OF THE ARTICLES OF ASSOCIATION, ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR SIMILAR, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE SHARED IN ACCORDANCE WITH ARTICLE 4.3 OF THE ARTICLES OF ASSOCIATION AMONGST THE HOLDERS OF EQUITY SHARES (A ORDINARY SHARES, AA ORDINARY SHARES, ORDINARY SHARES AND B ORDINARY SHARES) AND PREFERENCE SHARES PARI PASSU AS IF BOTH CLASSES CONSTITUTED ONE AND THE SAME CLASS OF SHARE AND IN PROPORTION TO THE NUMBER OF SHARES HELD, SAVE THAT THE ENTITLEMENT OF THE HOLDERS OF THE PREFERENCE SHARES SHALL BE LIMITED TO A SUM EQUAL TO THE ISSUE PRICE OF EACH PREFERENCE SHARE HELD.

Class of Shares:	B	Number allotted	25670
	ORDINARY	Aggregate nominal value:	25.67

Currency: **GBP**

Prescribed particulars

EACH ORDINARY SHARE CARRIES ONE VOTE. EACH ORDINARY SHARE IS ENTITLED TO DIVIDEND PAYMENTS IN ACCORDANCE WITH ARTICLE 4.1 OF THE ARTICLES. ON A SALE OF THE EQUITY SHARES IN THE COMPANY, THE PROCEEDS OF SALE SHALL BE DISTRIBUTED (IN ACCORDANCE WITH ARTICLE 4.2 OF THE ARTICLES OF ASSOCIATION): (I) FIRST IF THE FULL AMOUNT OF ANY PREFERENCE DIVIDEND HAS NOT BEEN PAID IN ACCORDANCE WITH THE ARTICLES DUE A LACK OF AVAILABLE PROFITS, AN AMOUNT EQUAL TO THE SHORTFALL PLUS AN AGGREGATE EQUAL TO THE ISSUE PRICE FOR EACH PREFERENCE SHARE TO THE HOLDERS OF PREFERENCE SHARES PRO RATA TO THE NUMBER OF PREFERENCE SHARES HELD; (II) SECOND, THE A ORDINARY SHARES SHALL BE ENTITLED TO AN AMOUNT EQUAL TO THE ISSUE PRICE PAID ON SUCH A ORDINARY SHARES; (III) THEREAFTER, THE REMAINING BALANCE OF ANY SALE PROCEEDS (THE “REMAINING AMOUNT”) WILL BE DISTRIBUTED PROPORTIONALLY AMONGST THE HOLDERS OF THE A ORDINARY SHARES, ORDINARY SHARES AND B ORDINARY SHARES (AS IF THEY WERE ONE AND THE SAME CLASS) ACCORDING TO THE NUMBER OF A ORDINARY SHARES, ORDINARY SHARES AND B ORDINARY SHARES HELD WHERE THE RECURRING REVENUE (AS DEFINED IN THE ARTICLES) IS GREATER THAN £4,350,000 BUT LESS THAN OR EQUAL TO £4,650,000. WHERE THE RECURRING REVENUE IS LESS THAN OR EQUAL TO £4,350,000, OR IN EXCESS OF £4,650,000 THE PERCENTAGES RECEIVED BY THE HOLDERS OF EACH CLASS OF SHARES WILL BE ADJUSTED IN ACCORDANCE WITH ARTICLE 4.2.3 OF THE ARTICLES. THE MAXIMUM AMOUNT OF ANY REMAINING AMOUNT WHICH THE HOLDERS OF THE B ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE, SUBJECT TO ANY ADJUSTMENTS UNDER THE ARTICLES, SHALL BE IN AGGREGATE 7% OF THE REMAINING AMOUNT. SUBJECT TO ARTICLE 4.3.2 AND 4.3.3 OF THE ARTICLES OF ASSOCIATION, ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR SIMILAR, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE SHARED IN ACCORDANCE WITH ARTICLE 4.3 OF THE ARTICLES OF ASSOCIATION AMONGST THE HOLDERS OF EQUITY SHARES (A ORDINARY SHARES, AA ORDINARY SHARES, ORDINARY SHARES AND B ORDINARY SHARES) AND PREFERENCE SHARES PARI PASSU AS IF BOTH CLASSES CONSTITUTED ONE AND THE SAME CLASS OF SHARE AND IN PROPORTION TO THE NUMBER OF SHARES HELD, SAVE THAT THE ENTITLEMENT OF THE HOLDERS OF THE PREFERENCE SHARES SHALL BE LIMITED TO A SUM EQUAL TO THE ISSUE PRICE OF EACH PREFERENCE SHARE HELD.

Class of Shares: ORDINARY

Number allotted

1095068

Currency: **GBP**

Aggregate nominal value:

1095.068

Prescribed particulars

EACH ORDINARY SHARE CARRIES ONE VOTE. EACH ORDINARY SHARE IS ENTITLED TO DIVIDEND PAYMENTS IN ACCORDANCE WITH ARTICLE 4.1 OF THE ARTICLES. ON A SALE OF THE EQUITY SHARES IN THE COMPANY, THE PROCEEDS OF SALE SHALL BE DISTRIBUTED (IN ACCORDANCE WITH ARTICLE 4.2 OF THE ARTICLES OF ASSOCIATION): (I) FIRST IF THE FULL AMOUNT OF ANY PREFERENCE DIVIDEND HAS NOT BEEN PAID IN ACCORDANCE WITH THE ARTICLES DUE A LACK OF AVAILABLE PROFITS, AN AMOUNT EQUAL TO THE SHORTFALL PLUS AN AGGREGATE EQUAL TO THE ISSUE PRICE FOR EACH PREFERENCE SHARE TO THE HOLDERS OF PREFERENCE SHARES PRO RATA TO THE NUMBER OF PREFERENCE SHARES HELD; (II) SECOND, THE A ORDINARY SHARES SHALL BE ENTITLED TO AN AMOUNT EQUAL TO THE ISSUE PRICE PAID ON SUCH A ORDINARY SHARES; (III) THEREAFTER, THE REMAINING BALANCE OF ANY SALE PROCEEDS (THE "REMAINING AMOUNT") WILL BE DISTRIBUTED PROPORTIONALLY AMONGST THE HOLDERS OF THE A ORDINARY SHARES, ORDINARY SHARES AND B ORDINARY SHARES (AS IF THEY WERE ONE AND THE SAME CLASS) ACCORDING TO THE NUMBER OF A ORDINARY SHARES, ORDINARY SHARES AND B ORDINARY SHARES HELD WHERE THE RECURRING REVENUE (AS DEFINED IN THE ARTICLES) IS GREATER THAN £4,350,000 BUT LESS THAN OR EQUAL TO £4,650,000. WHERE THE RECURRING REVENUE IS LESS THAN OR EQUAL TO £4,350,000, OR IN EXCESS OF £4,650,000 THE PERCENTAGES RECEIVED BY THE HOLDERS OF EACH CLASS OF SHARES WILL BE ADJUSTED IN ACCORDANCE WITH ARTICLE 4.2.3 OF THE ARTICLES. THE MAXIMUM AMOUNT OF ANY REMAINING AMOUNT WHICH THE HOLDERS OF THE B ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE, SUBJECT TO ANY ADJUSTMENTS UNDER THE ARTICLES, SHALL BE IN AGGREGATE 7% OF THE REMAINING AMOUNT. SUBJECT TO ARTICLE 4.3.2 AND 4.3.3 OF THE ARTICLES OF ASSOCIATION, ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR SIMILAR, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE SHARED IN ACCORDANCE WITH ARTICLE 4.3 OF THE ARTICLES OF ASSOCIATION AMONGST THE HOLDERS OF EQUITY SHARES (A ORDINARY SHARES, AA ORDINARY SHARES, ORDINARY SHARES AND B ORDINARY SHARES) AND PREFERENCE SHARES PARI PASSU AS IF BOTH CLASSES CONSTITUTED ONE AND THE SAME CLASS OF SHARE AND IN PROPORTION TO THE NUMBER OF SHARES HELD, SAVE THAT THE ENTITLEMENT OF THE HOLDERS OF THE PREFERENCE SHARES SHALL BE LIMITED TO A SUM EQUAL TO THE ISSUE PRICE OF EACH PREFERENCE SHARE HELD.

Class of Shares:	PREFERENCE	Number allotted	420000
Currency:	GBP	Aggregate nominal value:	42
Prescribed particulars			

THE PREFERENCE SHARES DO NOT CARRY VOTING RIGHTS. EACH PREFERENCE SHARE IS ENTITLED TO DIVIDEND PAYMENTS IN ACCORDANCE WITH ARTICLE 4.1 OF THE ARTICLES. ON A SALE OF THE EQUITY SHARES IN THE COMPANY, THE PROCEEDS OF SALE SHALL BE DISTRIBUTED (IN ACCORDANCE WITH ARTICLE 4.2 OF THE ARTICLES OF ASSOCIATION): (I) FIRST IF THE FULL AMOUNT OF ANY PREFERENCE DIVIDEND HAS NOT BEEN PAID IN ACCORDANCE WITH THE ARTICLES DUE A LACK OF AVAILABLE PROFITS, AN AMOUNT EQUAL TO THE SHORTFALL PLUS AN AGGREGATE EQUAL TO THE ISSUE PRICE FOR EACH PREFERENCE SHARE TO THE HOLDERS OF PREFERENCE SHARES PRO RATA TO THE NUMBER OF PREFERENCE SHARES HELD; (II) SECOND, THE A ORDINARY SHARES SHALL BE ENTITLED TO AN AMOUNT EQUAL TO THE ISSUE PRICE PAID ON SUCH A ORDINARY SHARES; (III) THEREAFTER, THE REMAINING BALANCE OF ANY SALE PROCEEDS (THE "REMAINING AMOUNT") WILL BE DISTRIBUTED PROPORTIONALLY AMONGST THE HOLDERS OF THE A ORDINARY SHARES, ORDINARY SHARES AND B ORDINARY SHARES (AS IF THEY WERE ONE AND THE SAME CLASS) ACCORDING TO THE NUMBER OF A ORDINARY SHARES, ORDINARY SHARES AND B ORDINARY SHARES HELD WHERE THE RECURRING REVENUE (AS DEFINED IN THE ARTICLES) IS GREATER THAN £4,350,000 BUT LESS THAN OR EQUAL TO £4,650,000. WHERE THE RECURRING REVENUE IS LESS THAN OR EQUAL TO £4,350,000, OR IN EXCESS OF £4,650,000 THE PERCENTAGES RECEIVED BY THE HOLDERS OF EACH CLASS OF SHARES WILL BE ADJUSTED IN ACCORDANCE WITH ARTICLE 4.2.3 OF THE ARTICLES. THE MAXIMUM AMOUNT OF ANY REMAINING AMOUNT WHICH THE HOLDERS OF THE B ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE, SUBJECT TO ANY ADJUSTMENTS UNDER THE ARTICLES, SHALL BE IN AGGREGATE 7% OF THE REMAINING AMOUNT. SUBJECT TO ARTICLE 4.3.2 AND 4.3.3 OF THE ARTICLES OF ASSOCIATION, ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR SIMILAR, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE SHARED IN ACCORDANCE WITH ARTICLE 4.3 OF THE ARTICLES OF ASSOCIATION AMONGST THE HOLDERS OF EQUITY SHARES (A ORDINARY SHARES, AA ORDINARY SHARES, ORDINARY SHARES AND B ORDINARY SHARES) AND PREFERENCE SHARES PARI PASSU AS IF BOTH CLASSES CONSTITUTED ONE AND THE SAME CLASS OF SHARE AND IN PROPORTION TO THE NUMBER OF SHARES HELD, SAVE THAT THE ENTITLEMENT OF THE HOLDERS OF THE PREFERENCE SHARES SHALL BE LIMITED TO A SUM EQUAL TO THE ISSUE PRICE OF EACH PREFERENCE SHARE HELD.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	1867055
		Total aggregate nominal value:	1489.055
		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.