

**Return of Allotment of Shares**Company Name: **DIGITAL MONEYBOX LIMITED**Company Number: **09597755**Received for filing in Electronic Format on the: **15/01/2020**

X8WQFDLT

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	26/11/2019	09/01/2020

Class of Shares: ORDINARY**Currency: GBP****Number allotted 3702****Nominal value of each share 0.00001****Amount paid: 0.04****Amount unpaid: 0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	1339544
Currency:	GBP	Aggregate nominal value:	13.39544

Prescribed particulars

A) THE RIGHT TO VOTE UPON ANY RESOLUTION PROPOSED AT A GENERAL MEETING OF THE COMPANY OR UPON ANY WRITTEN RESOLUTION OF THE COMPANY. B) FULL RIGHTS TO PARTICIPATE IN A DIVIDEND. C) WHERE ON ANY DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL THE AMOUNT AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE SHARES IN ACCORDANCE WITH ARTICLE 4.1.1 WOULD RESULT IN THE HOLDERS OF THE PREFERRED ORDINARY C SHARES RECEIVING LESS THAN THE ISSUE PRICE PER PREFERRED ORDINARY C SHARE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: (I) FIRST IN PAYING TO THE HOLDERS OF THE PREFERRED ORDINARY C SHARES, IN PRIORITY TO ANY OTHER CLASS OF SHARES, AN AMOUNT PER PREFERRED ORDINARY C SHARE HELD EQUAL TO THE ISSUE PRICE OF SUCH SHARE PLUS A SUM EQUAL TO ANY ARREARS; (II) SECOND IN PAYING TO THE HOLDERS OF THE PREFERRED ORDINARY A SHARES, IN PRIORITY TO ANY OTHER CLASS OF SHARES (SAVE FOR THE PREFERRED ORDINARY C SHARES), AN AMOUNT PER PREFERRED ORDINARY A SHARE HELD EQUAL TO THE ISSUE PRICE OF SUCH SHARE PLUS A SUM EQUAL TO ANY ARREARS; (III) THIRD IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (IV) THE REMAINING BALANCE OF ANY SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE OTHER EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD BY THEM, AND IN ANY OTHER CASE: (IV) FIRST, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (V) SECOND, THE REMAINING BALANCE OF ANY SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE EQUITY SHARES (AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS OF SHARE) ON A PRO RATA BASIS TO THE NUMBER OF EQUITY SHARES HELD BY THEM. D) THE ORDINARY SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of Shares:	PREFERRED	Number allotted	111621
	ORDINARY	Aggregate nominal value:	1.11621
	A		
Currency:	GBP		

Prescribed particulars

A) THE RIGHT TO VOTE UPON ANY RESOLUTION PROPOSED AT A GENERAL MEETING OF THE COMPANY OR UPON ANY WRITTEN RESOLUTION OF THE COMPANY. ON A POLL, THE PREFERRED ORDINARY SHARES SHALL CARRY THE RIGHT TO ONE VOTE PER SHARE UNLESS, AT THE RELEVANT TIME, THE ISSUED AND OUTSTANDING PREFERRED ORDINARY SHARES ARE CONVERTIBLE INTO A GREATER NUMBER OF ORDINARY SHARES OR THE HOLDERS OF THE PREFERRED ORDINARY C SHARES ARE ENTITLED TO ANTI-DILUTION SHARES PURSUANT TO ARTICLE 17 WHICH HAVE NOT YET BEEN ISSUED, IN WHICH CASE, EACH HOLDER OF PREFERRED ORDINARY SHARES SHALL BE ENTITLED (IN RESPECT OF THE PREFERRED ORDINARY SHARES HELD) TO EXERCISE SUCH NUMBER OF VOTES AS IS EQUAL TO THE NUMBER OF ORDINARY SHARES OF WHICH HE WOULD BE THE HOLDER ASSUMING (I) HE HAD BEEN ISSUED THE MAXIMUM NUMBER OF ANTI-DILUTION SHARES TO WHICH HE IS OR WAS ENTITLED TO, IF ANY, PURSUANT TO ARTICLE 17; AND (II) ALL OF THE PREFERRED ORDINARY SHARES OF WHICH HE IS (OR WOULD BE, INCLUDING ANY ANTI-DILUTION SHARES HE IS ENTITLED TO PURSUANT TO ARTICLE 17) THE HOLDER WERE CONVERTED INTO ORDINARY SHARES AT THE THEN APPLICABLE CONVERSION RATIO. B) FULL RIGHTS TO PARTICIPATE IN A DIVIDEND. C) WHERE ON ANY DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL THE AMOUNT AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE SHARES IN ACCORDANCE WITH ARTICLE 4.1.1 WOULD RESULT IN THE HOLDERS OF THE PREFERRED ORDINARY C SHARES RECEIVING LESS THAN THE ISSUE PRICE PER PREFERRED ORDINARY C SHARE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: (I) FIRST IN PAYING TO THE HOLDERS OF THE PREFERRED ORDINARY C SHARES, IN PRIORITY TO ANY OTHER CLASS OF SHARES, AN AMOUNT PER PREFERRED ORDINARY C SHARE HELD EQUAL TO THE ISSUE PRICE OF SUCH SHARE PLUS A SUM EQUAL TO ANY ARREARS; (II) SECOND IN PAYING TO THE HOLDERS OF THE PREFERRED ORDINARY A SHARES, IN PRIORITY TO ANY OTHER CLASS OF SHARES (SAVE FOR THE PREFERRED ORDINARY C SHARES), AN AMOUNT PER PREFERRED ORDINARY A SHARE HELD EQUAL TO THE ISSUE PRICE OF SUCH SHARE PLUS A SUM EQUAL TO ANY ARREARS; (III) THIRD IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (IV) THE REMAINING BALANCE OF

ANY SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE OTHER EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD BY THEM, AND IN ANY OTHER CASE: (IV) FIRST, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (V) SECOND, THE REMAINING BALANCE OF ANY SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE EQUITY SHARES (AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS OF SHARE) ON A PRO RATA BASIS TO THE NUMBER OF EQUITY SHARES HELD BY THEM. D) THE PREFERRED ORDINARY A SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of Shares:	PREFERRED	Number allotted	644041
	ORDINARY	Aggregate nominal value:	6.44041
	B		

Currency: GBP

Prescribed particulars

A) THE RIGHT TO VOTE UPON ANY RESOLUTION PROPOSED AT A GENERAL MEETING OF THE COMPANY OR UPON ANY WRITTEN RESOLUTION OF THE COMPANY. ON A POLL, THE PREFERRED ORDINARY SHARES SHALL CARRY THE RIGHT TO ONE VOTE PER SHARE UNLESS, AT THE RELEVANT TIME, THE ISSUED AND OUTSTANDING PREFERRED ORDINARY SHARES ARE CONVERTIBLE INTO A GREATER NUMBER OF ORDINARY SHARES OR THE HOLDERS OF THE PREFERRED ORDINARY C SHARES ARE ENTITLED TO ANTI-DILUTION SHARES PURSUANT TO ARTICLE 17 WHICH HAVE NOT YET BEEN ISSUED, IN WHICH CASE, EACH HOLDER OF PREFERRED ORDINARY SHARES SHALL BE ENTITLED (IN RESPECT OF THE PREFERRED ORDINARY SHARES HELD) TO EXERCISE SUCH NUMBER OF VOTES AS IS EQUAL TO THE NUMBER OF ORDINARY SHARES OF WHICH HE WOULD BE THE HOLDER ASSUMING (I) HE HAD BEEN ISSUED THE MAXIMUM NUMBER OF ANTI-DILUTION SHARES TO WHICH HE IS OR WAS ENTITLED TO, IF ANY, PURSUANT TO ARTICLE 17; AND (II) ALL OF THE PREFERRED ORDINARY SHARES OF WHICH HE IS (OR WOULD BE, INCLUDING ANY ANTI-DILUTION SHARES HE IS ENTITLED TO PURSUANT TO ARTICLE 17) THE HOLDER WERE CONVERTED INTO ORDINARY SHARES AT THE THEN APPLICABLE CONVERSION RATIO. B) FULL RIGHTS TO PARTICIPATE IN A DIVIDEND. C) WHERE ON ANY DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL THE AMOUNT AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE SHARES IN ACCORDANCE WITH ARTICLE 4.1.1 WOULD RESULT IN THE HOLDERS OF THE PREFERRED ORDINARY C SHARES RECEIVING

LESS THAN THE ISSUE PRICE PER PREFERRED ORDINARY C SHARE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: (I) FIRST IN PAYING TO THE HOLDERS OF THE PREFERRED ORDINARY C SHARES, IN PRIORITY TO ANY OTHER CLASS OF SHARES, AN AMOUNT PER PREFERRED ORDINARY C SHARE HELD EQUAL TO THE ISSUE PRICE OF SUCH SHARE PLUS A SUM EQUAL TO ANY ARREARS; (II) SECOND IN PAYING TO THE HOLDERS OF THE PREFERRED ORDINARY A SHARES, IN PRIORITY TO ANY OTHER CLASS OF SHARES (SAVE FOR THE PREFERRED ORDINARY C SHARES), AN AMOUNT PER PREFERRED ORDINARY A SHARE HELD EQUAL TO THE ISSUE PRICE OF SUCH SHARE PLUS A SUM EQUAL TO ANY ARREARS; (III) THIRD IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (IV) THE REMAINING BALANCE OF ANY SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE OTHER EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD BY THEM, AND IN ANY OTHER CASE: (IV) FIRST, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (V) SECOND, THE REMAINING BALANCE OF ANY SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE EQUITY SHARES (AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS OF SHARE) ON A PRO RATA BASIS TO THE NUMBER OF EQUITY SHARES HELD BY THEM. D) THE PREFERRED ORDINARY B SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of Shares:	PREFERRED	Number allotted	605144
	ORDINARY	Aggregate nominal value:	6.05144
	C		

Currency: GBP

Prescribed particulars

A) THE RIGHT TO VOTE UPON ANY RESOLUTION PROPOSED AT A GENERAL MEETING OF THE COMPANY OR UPON ANY WRITTEN RESOLUTION OF THE COMPANY. ON A POLL, THE PREFERRED ORDINARY SHARES SHALL CARRY THE RIGHT TO ONE VOTE PER SHARE UNLESS, AT THE RELEVANT TIME, THE ISSUED AND OUTSTANDING PREFERRED ORDINARY SHARES ARE CONVERTIBLE INTO A GREATER NUMBER OF ORDINARY SHARES OR THE HOLDERS OF THE PREFERRED ORDINARY C SHARES ARE ENTITLED TO ANTI-DILUTION SHARES PURSUANT TO ARTICLE 17 WHICH HAVE NOT YET BEEN ISSUED, IN

WHICH CASE, EACH HOLDER OF PREFERRED ORDINARY SHARES SHALL BE ENTITLED (IN RESPECT OF THE PREFERRED ORDINARY SHARES HELD) TO EXERCISE SUCH NUMBER OF VOTES AS IS EQUAL TO THE NUMBER OF ORDINARY SHARES OF WHICH HE WOULD BE THE HOLDER ASSUMING (I) HE HAD BEEN ISSUED THE MAXIMUM NUMBER OF ANTI-DILUTION SHARES TO WHICH HE IS OR WAS ENTITLED TO, IF ANY, PURSUANT TO ARTICLE 17; AND (II) ALL OF THE PREFERRED ORDINARY SHARES OF WHICH HE IS (OR WOULD BE, INCLUDING ANY ANTI-DILUTION SHARES HE IS ENTITLED TO PURSUANT TO ARTICLE 17) THE HOLDER WERE CONVERTED INTO ORDINARY SHARES AT THE THEN APPLICABLE CONVERSION RATIO. B) FULL RIGHTS TO PARTICIPATE IN A DIVIDEND. C) WHERE ON ANY DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL THE AMOUNT AVAILABLE FOR DISTRIBUTION TO THE HOLDERS OF THE SHARES IN ACCORDANCE WITH ARTICLE 4.1.1 WOULD RESULT IN THE HOLDERS OF THE PREFERRED ORDINARY C SHARES RECEIVING LESS THAN THE ISSUE PRICE PER PREFERRED ORDINARY C SHARE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: (I) FIRST IN PAYING TO THE HOLDERS OF THE PREFERRED ORDINARY C SHARES, IN PRIORITY TO ANY OTHER CLASS OF SHARES, AN AMOUNT PER PREFERRED ORDINARY C SHARE HELD EQUAL TO THE ISSUE PRICE OF SUCH SHARE PLUS A SUM EQUAL TO ANY ARREARS; (II) SECOND IN PAYING TO THE HOLDERS OF THE PREFERRED ORDINARY A SHARES, IN PRIORITY TO ANY OTHER CLASS OF SHARES (SAVE FOR THE PREFERRED ORDINARY C SHARES), AN AMOUNT PER PREFERRED ORDINARY A SHARE HELD EQUAL TO THE ISSUE PRICE OF SUCH SHARE PLUS A SUM EQUAL TO ANY ARREARS; (III) THIRD IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (IV) THE REMAINING BALANCE OF ANY SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE OTHER EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD BY THEM, AND IN ANY OTHER CASE: (IV) FIRST, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (V) SECOND, THE REMAINING BALANCE OF ANY SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE EQUITY SHARES (AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS OF SHARE) ON A PRO RATA BASIS TO THE NUMBER OF EQUITY SHARES HELD BY THEM. D) THE PREFERRED ORDINARY C SHARES ARE NOT TO BE REDEEMED AND ARE NOT LIABLE TO BE REDEEMED.

Class of Shares:	PREFERRED	Number allotted	210015
	ORDINARY	Aggregate nominal value:	2.10015
	D		
Currency:	GBP		

Prescribed particulars

**EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS
AND DISTRIBUTIONS**

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	2910365
		Total aggregate nominal value:	29.10365
		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.