

**Return of Allotment of Shares**Company Name: **DIGITAL MONEYBOX LIMITED**Company Number: **09597755**Received for filing in Electronic Format on the: **19/05/2023**

XC3U3K1M

Shares Allotted (including bonus shares)

| Date or period during which shares are allotted | From | To |
|--|-------------------|-------------------|
| | 22/04/2023 | 09/05/2023 |

| | | | |
|-------------------------|-----------------|-----------------------------|-----------------|
| Class of Shares: | ORDINARY | Number allotted | 2529 |
| Currency: | GBP | Nominal value of each share | 0.000001 |
| | | Amount paid: | 0.08 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|-----------------|
| Class of Shares: | ORDINARY | Number allotted | 2500 |
| Currency: | GBP | Nominal value of each share | 0.000001 |
| | | Amount paid: | 0.001 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-----------------|-----------------------------|-----------------|
| Class of Shares: | ORDINARY | Number allotted | 177 |
| Currency: | GBP | Nominal value of each share | 0.000001 |
| | | Amount paid: | 0.000001 |
| | | Amount unpaid: | 0 |

Non-cash consideration

VALUE DERIVED BY DIGITAL MONEYBOX LIMITED FROM THE INVESTOR TAKING CERTAIN ACTIONS.

Statement of Capital (Share Capital)

| | | | |
|-------------------------|-----------------|--------------------------|------------------|
| Class of Shares: | ORDINARY | Number allotted | 16210828 |
| Currency: | GBP | Aggregate nominal value: | 16.210828 |

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) THE LIQUIDATION PREFERENCE IS AS SET OUT IN ARTICLE 4 AND THE DISTRIBUTION ON A SHARE SALE IS AS SET OUT IN ARTICLE 5. D) THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

| | | | |
|-------------------------|----------------|--------------------------|---------------|
| Class of Shares: | FOUNDER | Number allotted | 100 |
| | GROWTH | Aggregate nominal value: | 0.0001 |

SHARES

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. B) FULL RIGHTS TO PARTICIPATE IN A DIVIDEND. C) THE LIQUIDATION PREFERENCE IS AS SET OUT IN ARTICLE 4, THE DISTRIBUTION ON A SHARE SALE IS AS SET OUT IN ARTICLE 5 AND THEY WILL CONVERT INTO EITHER DEFERRED SHARES OR ORDINARY SHARES IMMEDIATELY ON THE OCCURRENCE OF AN IPO AS SET OUT IN ARTICLE 16. D) THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

| | | | |
|-------------------------|------------------|--------------------------|----------------|
| Class of Shares: | PREFERRED | Number allotted | 1116210 |
| | ORDINARY | Aggregate nominal value: | 1.11621 |

A-1

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. B) FULL RIGHTS TO PARTICIPATE IN A DIVIDEND. C) THE LIQUIDATION PREFERENCE IS AS SET OUT IN ARTICLE 4, THE DISTRIBUTION ON A SHARE SALE IS AS SET OUT IN ARTICLE 5 AND THEY WILL CONVERT INTO ORDINARY SHARES IMMEDIATELY ON THE OCCURRENCE OF AN IPO AS SET OUT IN ARTICLE 16. D) THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

| | | | |
|-------------------------|------------------|--------------------------|----------------|
| Class of Shares: | PREFERRED | Number allotted | 6297720 |
| | ORDINARY | Aggregate nominal value: | 6.29772 |
| | A-2 | | |

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. B) FULL RIGHTS TO PARTICIPATE IN A DIVIDEND. C) THE LIQUIDATION PREFERENCE IS AS SET OUT IN ARTICLE 4, THE DISTRIBUTION ON A SHARE SALE IS AS SET OUT IN ARTICLE 5 AND THEY WILL CONVERT INTO ORDINARY SHARES IMMEDIATELY ON THE OCCURRENCE OF AN IPO AS SET OUT IN ARTICLE 16. D) THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

| | | | |
|-------------------------|------------------|--------------------------|----------------|
| Class of Shares: | PREFERRED | Number allotted | 6051440 |
| | ORDINARY | Aggregate nominal value: | 6.05144 |
| | B-1 | | |

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. B) FULL RIGHTS TO PARTICIPATE IN A DIVIDEND. C) THE LIQUIDATION PREFERENCE IS AS SET OUT IN ARTICLE 4, THE DISTRIBUTION ON A SHARE SALE IS AS SET OUT IN ARTICLE 5 AND THEY WILL CONVERT INTO ORDINARY SHARES IMMEDIATELY ON THE OCCURRENCE OF AN IPO AS SET OUT IN ARTICLE 16. D) THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

| | | | |
|-------------------------|------------------|--------------------------|----------------|
| Class of Shares: | PREFERRED | Number allotted | 2100150 |
| | ORDINARY | Aggregate nominal value: | 2.10015 |
| | B-2 | | |
| 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. B) FULL RIGHTS TO PARTICIPATE IN A DIVIDEND. C) THE LIQUIDATION PREFERENCE IS AS SET OUT IN ARTICLE 4, THE DISTRIBUTION ON A SHARE SALE IS AS SET OUT IN ARTICLE 5 AND THEY WILL CONVERT INTO ORDINARY SHARES IMMEDIATELY ON THE OCCURRENCE OF AN IPO AS SET OUT IN ARTICLE 16. D) THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

| | | | |
|-------------------------|------------------|--------------------------|-----------------|
| Class of Shares: | PREFERRED | Number allotted | 8989703 |
| | ORDINARY | Aggregate nominal value: | 8.989703 |
| | C-1 | | |
| 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. B) FULL RIGHTS TO PARTICIPATE IN A DIVIDEND. C) THE LIQUIDATION PREFERENCE IS AS SET OUT IN ARTICLE 4, THE DISTRIBUTION ON A SHARE SALE IS AS SET OUT IN ARTICLE 5 AND THEY WILL CONVERT INTO ORDINARY SHARES IMMEDIATELY ON THE OCCURRENCE OF AN IPO AS SET OUT IN ARTICLE 16. D) THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

| | | | |
|-------------------------|------------------|--------------------------|----------------|
| Class of Shares: | PREFERRED | Number allotted | 924530 |
| | ORDINARY | Aggregate nominal value: | 0.92453 |
| | C-2 | | |
| 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. B) FULL RIGHTS TO PARTICIPATE IN A DIVIDEND. C) THE LIQUIDATION PREFERENCE IS AS SET OUT IN ARTICLE 4, THE DISTRIBUTION ON A SHARE SALE IS AS SET OUT IN ARTICLE 5 AND THEY WILL CONVERT INTO ORDINARY SHARES IMMEDIATELY ON THE OCCURRENCE OF AN IPO AS SET OUT IN ARTICLE 16. D) THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

| | | | |
|------------------|-----------|--------------------------|----------|
| Class of Shares: | PREFERRED | Number allotted | 6195694 |
| | ORDINARY | Aggregate nominal value: | 6.195694 |
| | D | | |

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. B) FULL RIGHTS TO PARTICIPATE IN A DIVIDEND. C) THE LIQUIDATION PREFERENCE IS AS SET OUT IN ARTICLE 4, THE DISTRIBUTION ON A SHARE SALE IS AS SET OUT IN ARTICLE 5 AND THEY WILL CONVERT INTO ORDINARY SHARES IMMEDIATELY ON THE OCCURRENCE OF AN IPO AS SET OUT IN ARTICLE 16. D) THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

| | | | |
|-----------|------------|--------------------------------|--------------------|
| Currency: | GBP | Total number of shares: | 47886375 |
| | | Total aggregate nominal value: | 47.886375 |
| | | Total aggregate amount unpaid: | 299999.9999 |

Authorisation

Authenticated

This form was authorised by one of the following:

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