

# SH01

## Return of allotment of shares



**Diligent  
Entities**

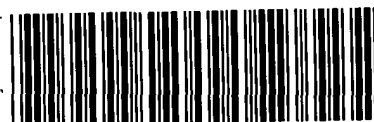


Go online to file this information  
[www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

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

☐ **What this form is NOT for**  
You cannot use this form to give  
notice of shares taken by subscription  
on formation of the company or  
allotment of a new class of shares  
in an unlimited company.

TUESDAY



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22/12/2020

#47

COMPANIES HOUSE

**1**

### Company details

Company number 0 9 7 8 1 8 0 6

Company name in full BenevolentAI Limited

#### → Filing 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	d	2	d	5	m	1	m	1	y	2	y	0	y	2	y	0
To Date	d	2	d	6	m	1	m	1	y	2	y	0	y	2	y	0

#### 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.

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### 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 ②	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
GBP	A-1 Preferred	177,673	£0.10	\$281.41	0.00

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

#### Continuation page

Please use a continuation page if  
necessary.

Details of non-cash  
consideration.

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

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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'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
<b>Currency table A</b>				
GBP	See attached schedule.			
<b>Totals</b>				
<b>Currency table B</b>				
<b>Totals</b>				
<b>Currency table C</b>				
<b>Totals</b>				
<b>Totals (including continuation pages)</b>		Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
		2,390,872	£239,087.20	£0.00

① Please list total aggregate values in different currencies separately.  
For example: £100 + €100 + \$10 etc.

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

Currency Complete a separate table for each currency	Class of shares Eg. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc)  Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc)  Including both the nominal value and any share premium
GBP	A Preferred Shares	293,386	£29,338.60	
GBP	A-1 Preferred	177,673	£17,767.30	
GBP	G2 Growth Shares	87,984	£8,798.40	
GBP	Ordinary	1,831,829	£183,182.90	

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**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**.

**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 Preferred Shares

Prescribed particulars

①

A Preferred Shares rank pari passu with A-1 Preferred Shares and Ordinary Shares in terms of voting and dividend rights. Capital distributions rights (including, inter alia, on liquidation, asset sale, share sale) rank first in the order of priority under Article 55. Together with the A-1 Preferred Shares, A Preferred Shares have a first right of pre-emption on transfer of shares of any class (Article 37), anti-dilution rights (Article 29) and participate in the drag along rights with the Ordinary Shares (Article 41).

Class of share

A-1 Preferred

Prescribed particulars

①

See attached schedule

Class of share

G2 Growth Shares

Prescribed particulars

①

Prior to an exit, G2 Growth Shares do not confer any dividend or voting rights (other than for class resolutions). Capital distribution rights (including, inter alia, on liquidation, asset sale, share sale) rank behind the A Preferred Shares, Ordinary Shares and G1 Growth Shares up to an amount equal to the G1 Hurdle Price under Article 55.


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**Signature**

I am signing this form on behalf of the company.

Signature

Signature For and behalf Waterstone Company Secretaries Ltd

X 

X

This form may be signed by:

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

**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.

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<b>5 Statement of capital (prescribed particulars of rights attached to shares)</b>		
<b>Class of share</b>	A-1 Preferred	
<b>Prescribed particulars</b>	<p>A-1 Preferred Shares rank pari passu with A Preferred Shares and Ordinary Shares in terms of voting and dividend rights. Capital distributions rights (including, inter alia, on liquidation, asset sale, share sale) rank pari passu with A Preferred Shares in the order of priority under Article 55. Together with the A Preferred Shares, A-1 Preferred Shares to have a first right of pre-emption on transfer of shares of any class (Article 37), anti-dilution rights (Article 29) and participate in the drag along rights with the Ordinary Shares (Article 41).</p>	

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

Class of share	Ordinary	
Prescribed particulars	<p>Ordinary Shares rank pari passu with Preferred Shares in respect of voting and dividend rights. Ordinary Shares rank behind the Preferred Shares in the order of priority in respect of capital distribution rights (including, inter alia, on liquidation, asset sale, share sale) and pre-emption rights on transfer of shares of any class (Articles 55 and 37 respectively). Ordinary Shares participate with the A Preferred Shares in the drag along rights (Article 41).</p>	

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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

Company name

C/O Bridgehouse Company

Secretaries Limited

Address

Third Floor

5 St. Bride Street

Post town

London

County/Region

Postcode

E

C

4

A

4

A

S

Country

United Kingdom

DX

Telephone

**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  
or LP - 4 Edinburgh 2 (Legal Post).

**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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)**