

**Return of Allotment of Shares**Company Name: **TransferGo Holdings Limited**Company Number: **09790070**Received for filing in Electronic Format on the: **30/12/2022**

XBJXAMBN

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>21/11/2022</b>	<b>21/11/2022</b>

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>2192</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.001</b>
		Amount paid:	<b>0.01</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

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# Statement of Capital (Share Capital)

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Class of Shares:	A1	Number allotted	698000
	PREFERRED	Aggregate nominal value:	698
Currency:	GBP		
Prescribed particulars			

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE A1 PREFERRED SHARES (THE "A1 PREFERRED SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PER A1 PREFERRED SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF A1 PREFERRED SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE A1 PREFERRED SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATES AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES (OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

<b>Class of Shares:</b>	<b>A2</b>	Number allotted	<b>239000</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>239</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE A2 PREFERRED SHARES (THE "A2 PREFERRED SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PER A2 PREFERRED SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF A2 PREFERRED SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE A2 PREFERRED SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATES AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES (OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

<b>Class of Shares:</b>	<b>A3</b>	Number allotted	<b>642000</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>642</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE A3 PREFERRED SHARES (THE "A3 PREFERRED SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PAR A3 PREFERRED SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF A3 PREFERRED SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE A3 PREFERRED SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATES AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES (OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

<b>Class of Shares:</b>	<b>A4</b>	Number allotted	<b>601202</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>601.202</b>
Currency:	<b>GBP</b>		
Prescribed particulars			



THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE A4 PREFERRED SHARES (THE "A4 PREFERRED SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PER A4 PREFERRED SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF A4 PREFERRED SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE A4 PREFERRED SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATES AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES (OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

<b>Class of Shares:</b>	<b>A5</b>	Number allotted	<b>2013583</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>2013.583</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE A5 PREFERRED SHARES (THE "A5 PREFERRED SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PER A5 PREFERRED SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF A5 PREFERRED SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE A5 PREFERRED SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATES AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES (OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

<b>Class of Shares:</b>	<b>A6</b>	Number allotted	<b>2936074</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>2936.074</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE ORDINARY SHARES (THE "ORDINARY SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PER ORDINARY SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE ORDINARY SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATES AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES (OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

**Class of Shares: ORDINARY**

Number allotted

**3961049**

Currency: **GBP**

Aggregate nominal value:

**3961.049**

Prescribed particulars

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE ORDINARY SHARES (THE "ORDINARY SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PER ORDINARY SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE ORDINARY SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATES AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES (OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.





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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>11090908</b>
		Total aggregate nominal value:	<b>11090.908</b>
		Total aggregate amount unpaid:	<b>0</b>

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### Authorisation

Authenticated

This form was authorised by one of the following:

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