

**SH01**

Return of allotment of shares

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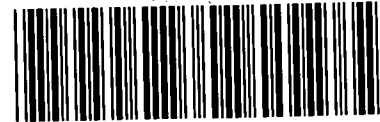


Go online to file this information
www.gov.uk/companieshouse

☒ **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 share on formation of the company for an allotment of a new class of shares by an unlimited company.

SATURDAY



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12/11/2022

#99

COMPANIES HOUSE

1 Company details

Company number 0 9 9 2 5 3 6 0

Company name in full HINTERVIEW LIMITED

Filling in this form

Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Allotment dates ①

From Date d 0 d 5 m 1 m 0 y 2 y 0 y 2 y 2

To Date d d m m y y y y

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.

3 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	2022 GROWTH	56,555	£0.001	£0.09	0

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
Currency table A				
GBP	ORDINARY	3526393	3526.393	
GBP	ORDINARY A	1061104	1061.104	
GBP	2022 GROWTH	56555	56.555	
Totals		4644052	4644.052	0

Currency table B				
Totals				

Currency table C				
Totals				

Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
		4644052	4644.052	0

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

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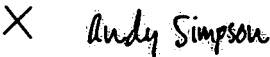
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Statement of capital (prescribed particulars of rights attached to shares)

	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
Class of share	2002 GROWTH	
Prescribed particulars ①	See continuation pages	
Class of share	ORDINARY A	
Prescribed particulars ①	Full Rights To Receive Notice Of, Attend And Vote At General Meetings. One Share Carries One Vote, And Full Rights To Dividends And Capital Distributions (Including Upon Winding Up).	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	ORDINARY	
Prescribed particulars ①	Full Rights To Receive Notice Of, Attend And Vote At General Meetings. One Share Carries One Vote, And Full Rights To Dividends And Capital Distributions (Including Upon Winding Up).	

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Signature

	I am signing this form on behalf of the company.	
Signature	Signature 	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.
	This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.	

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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

Lubbock Fine LLP

Address

Paternoster House

65 St Paul's Churchyard

3rd Floor

Post town

London

County/Region

Postcode

E

C

4

M

8

A

B

Country

DX

Telephone

020 7490 7766



Checklist

We may return 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 appropriate 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 or email 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



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**5****Statement of capital (prescribed particulars of rights attached to shares)**

Class of share	2022 GROWTH	
Prescribed particulars	<p>The 2022 Growth Shares shall not entitle the holders of them to receive notice of, to attend, to speak or to vote at any general meeting of the Company nor to receive or vote on, or otherwise constitute an eligible member for the purposes of, proposed written resolutions of the Company.</p> <p>Distributions - any Available Profits which the Company may determine to distribute in relation to the relevant Financial Year shall be applied amongst the Holders of Shares first, so that the holders of the Deferred Shares and 2022 Growth Shares receive an aggregate amount of £1.00 (as if they were one class), payment of which may be made to any holder of Deferred Shares or 2022 Growth Shares on behalf of all holders of Deferred Shares and/or 2022 Growth Shares.</p> <p>Return of capital - On a return of assets on liquidation or capital reduction or in the event of an Exit (whether by way of Share Sale or on a Disposal, where the proceeds of such disposal are subsequently distributed to Shareholders), or otherwise (other than a purchase or redemption of Shares by the Company with Investor Consent), the assets of the Company remaining after the payment of its liabilities (the Surplus Assets) or, as the case may be, an amount equal to the total amount available for payment to Holders of the Equity Shares, 2022 Growth Shares and Deferred Shares as a result of the Exit (inclusive of any associated tax credit) remaining after the payment of the Company's liabilities (Disposal Proceeds), shall be applied and distributed to the Holders of the Equity Shares, 2022 Growth Shares and Deferred Shares (and for the purposes of this (refer to Articles 6.3.1), all references to Surplus Assets below, shall on an Exit, be deemed to be references to Disposal Proceeds) in the following order of priority:</p> <p>(a) in the event that the Surplus Assets are insufficient to return to the holders of the A Ordinary Shares in respect of their A Ordinary Shares an amount equal to or more than the Issue Price per A Ordinary Share if such Surplus Assets were distributed amongst the Holders of the Equity Shares <i>pari passu</i> as if the same constituted one class of share in proportion to the percentage of Equity Shares held by them:</p> <p>(i) first, in paying to the holders of the Deferred Shares (if any) a total of £1.00 for the entire class of Deferred Shares (which payment shall be satisfied by payment to any holder of Deferred Shares);</p> <p>(ii) second, in paying to the Holders of the A Ordinary Shares, Ordinary Shares and 2022 Growth Shares an amount in the following proportions:</p> <p>(A) to the Holders of the A Ordinary Shares a sum equal to the lesser of (i) 99.9% of remaining Surplus Assets after 6.3.1(a)(i) per the Articles and (ii) 99.9% of the total Issue Price of all A Ordinary Shares held by them, pro rata to the total Issue Price of the A Ordinary Shares held by them; and</p>	



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

Class of share	2022 GROWTH (CONTINUED)	
Prescribed particulars	<p>(B) to the Holders of the Ordinary Shares and the 2022 Growth Shares a sum equal to the lesser of (i) 0.1% of remaining Surplus Assets after 6.3.1(a)(i) and (ii) 0.1% of the total Issue Price of all A Ordinary Shares, pro rata to their holdings of Ordinary Shares and 2022 Growth Shares; and</p> <p>(iii) third, any balance of such remaining Surplus Assets shall be distributed amongst the Holders of the Equity Shares and the 2022 Growth Shares pari passu as if the same constituted one class of share, in proportion to the percentage of Equity Shares and 2022 Growth Shares held by them.</p> <p>(b) where Surplus Assets are sufficient to return to the holders of the A Ordinary Shares in respect of their A Ordinary Shares an amount equal to or more than the Issue Price per A Ordinary Share if such Surplus Assets were distributed amongst the Holders of the Equity Shares pari passu as if the same constituted one class of share in proportion to the percentage of Equity Shares held by them:</p> <p>(i) first, in paying to the holders of the Deferred Shares (if any) a total of £1.00 for the entire class of Deferred Shares (which payment shall be satisfied by payment to any holder of Deferred Shares);</p> <p>(ii) second, in paying to the Holders of the A Ordinary Shares, Ordinary Shares and 2022 Growth Shares an amount in the following proportions:</p> <p>(A) to the Holders of the A Ordinary Shares and the Ordinary Shares, 99.9% of the remaining Surplus Assets after 6.3.1(b)(i) per the Articles until the holders of the A Ordinary Shares and the holders of the Ordinary Shares have each received a sum per A Ordinary Share and Ordinary Share held equal to the Hurdle Price; and</p> <p>(B) to the Holders of the 2022 Growth Shares, 0.1% of the Hurdle Price; and</p> <p>(iii) third, any balance of such remaining Surplus Assets after 6.3.1(b)(i) per the Articles and 6.3.1(b)(ii) per the Articles shall be distributed amongst the holders of the A Ordinary Shares, Ordinary Shares and 2022 Growth Shares pari passu as if the same constituted one class of share, in proportion to the percentage of A Ordinary Shares, Ordinary Shares and 2022 Growth Shares held by them.</p>	