

**Return of Allotment of Shares**Company Name: **REWARD CLOUD LIMITED**Company Number: **10051136**Received for filing in Electronic Format on the: **20/12/2022**

XBJ91ARN

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>13/12/2022</b>	

<b>Class of Shares:</b>	<b>GROWTH</b>	Number allotted	<b>33892</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.001</b>
		Amount paid:	<b>0.001</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:	ORDINARY	Number allotted	1517855
	SHARES	Aggregate nominal value:	1517.855
Currency:	GBP		
Prescribed particulars			

(1) THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. (2) THE RIGHT TO PARTICIPATE IN A DIVIDEND. (3) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL. THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: (A) FIRST, IN PAYING TO THE HOLDERS OF DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES; (B) SECOND, IN PAYING TO THE HOLDERS OF UNVESTED GROWTH SHARES, IF ANY, A TOTAL OF £1.00 FOR ALL THE UNVESTED GROWTH SHARES. (C) THIRD, IN PAYING TO EACH ORDINARY SHAREHOLDER AND EACH HOLDER OF VESTED GROWTH SHARES THE AGGREGATE ORIGINAL PURCHASE PRICE PAID BY SUCH SHAREHOLDER, PROVIDED THAT, IF THERE ARE INSUFFICIENT DISTRIBUTABLE FUNDS TO PAY THE ORIGINAL PURCHASE PRICE ON EACH SUCH SHARE, THE AVAILABLE DISTRIBUTABLE FUNDS SHALL BE DISTRIBUTED TO THE ORDINARY SHAREHOLDERS AND HOLDERS OF VESTED GROWTH SHARES PRO RATA TO THE RESPECTIVE AGGREGATE ORIGINAL PURCHASE PRICE PAID BY EACH SUCH SHAREHOLDER; AND (D) FOURTH, IN PAYING TO EACH ORDINARY SHAREHOLDER AND HOLDER OF VESTED GROWTH SHARES (A "SHORTFALL SHAREHOLDER") WHO HAS BEEN PAID A LOWER AMOUNT UNDER THE ABOVE THAN SUCH SHORTFALL SHAREHOLDER WOULD HAVE BEEN PAID HAD THE DISTRIBUTABLE FUNDS BEEN DISTRIBUTED TO ALL ORDINARY SHAREHOLDERS AND HOLDERS OF VESTED GROWTH SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES AND VESTED GROWTH SHARES (HIS "PRO RATA ENTITLEMENT"), SUCH AMOUNT TO WHICH EACH SHORTFALL SHAREHOLDER IS ENTITLED ACCORDING TO THE NUMBER OF ORDINARY SHARES AND/OR VESTED GROWTH SHARES HELD BY HIM, PRO RATA TO THE AGGREGATE NUMBER OF ORDINARY SHARES AND VESTED GROWTH SHARES HELD BY ALL SHORTFALL SHAREHOLDERS, PROVIDED THAT NO AMOUNT SHALL BE PAID WHICH WOULD RESULT IN SUCH SHORTFALL SHAREHOLDER BEING PAID AN AMOUNT IN EXCESS OF HIS PRO RATA ENTITLEMENT; AND (E) FIFTH, THE BALANCE SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES AND VESTED GROWTH SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES AND VESTED GROWTH SHARES HELD PROVIDED THAT, THAT VESTED GROWTH SHARE SHALL CEASE TO PARTICIPATE IN THE DISTRIBUTION OF THE SURPLUS ASSETS WHEN THE HOLDER OF THE RELEVANT VESTED GROWTH SHARE HAS RECEIVED AN AMOUNT EQUAL TO THE RELEVANT VESTED GROWTH SHARE'S PRO-RATA PROPORTION OF THE DISTRIBUTABLE MINUS THE RELEVANT VESTED GROWTH SHARE'S PARTICIPATION VALUE. (4) THE SHARES ARE NOT REDEEMABLE.

<b>Class of Shares:</b>	<b>GROWTH</b>	Number allotted	<b>33892</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>33.892</b>
Prescribed particulars			

(1) NO VOTING RIGHTS ATTACH TO THE SHARES. (2) NO RIGHT TO PARTICIPATE IN A DIVIDEND. (3) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL. THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: (A) FIRST, IN PAYING TO THE HOLDERS OF DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES; (B) SECOND, IN PAYING TO THE HOLDERS OF UNVESTED GROWTH SHARES, IF ANY, A TOTAL OF £1.00 FOR ALL THE UNVESTED GROWTH SHARES. (C) THIRD, IN PAYING TO EACH ORDINARY SHAREHOLDER AND EACH HOLDER OF VESTED GROWTH SHARES THE AGGREGATE ORIGINAL PURCHASE PRICE PAID BY SUCH SHAREHOLDER, PROVIDED THAT, IF THERE ARE INSUFFICIENT DISTRIBUTABLE FUNDS TO PAY THE ORIGINAL PURCHASE PRICE ON EACH SUCH SHARE, THE AVAILABLE DISTRIBUTABLE FUNDS SHALL BE DISTRIBUTED TO THE ORDINARY SHAREHOLDERS AND HOLDERS OF VESTED GROWTH SHARES PRO RATA TO THE RESPECTIVE AGGREGATE ORIGINAL PURCHASE PRICE PAID BY EACH SUCH SHAREHOLDER; AND (D) FOURTH, IN PAYING TO EACH ORDINARY SHAREHOLDER AND HOLDER OF VESTED GROWTH SHARES (A "SHORTFALL SHAREHOLDER") WHO HAS BEEN PAID A LOWER AMOUNT UNDER THE ABOVE THAN SUCH SHORTFALL SHAREHOLDER WOULD HAVE BEEN PAID HAD THE DISTRIBUTABLE FUNDS BEEN DISTRIBUTED TO ALL ORDINARY SHAREHOLDERS AND HOLDERS OF VESTED GROWTH SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES AND VESTED GROWTH SHARES (HIS "PRO RATA ENTITLEMENT"), SUCH AMOUNT TO WHICH EACH SHORTFALL SHAREHOLDER IS ENTITLED ACCORDING TO THE NUMBER OF ORDINARY SHARES AND/OR VESTED GROWTH SHARES HELD BY HIM, PRO RATA TO THE AGGREGATE NUMBER OF ORDINARY SHARES AND VESTED GROWTH SHARES HELD BY ALL SHORTFALL SHAREHOLDERS, PROVIDED THAT NO AMOUNT SHALL BE PAID WHICH WOULD RESULT IN SUCH SHORTFALL SHAREHOLDER BEING PAID AN AMOUNT IN EXCESS OF HIS PRO RATA ENTITLEMENT; AND (E) FIFTH, THE BALANCE SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES AND VESTED GROWTH SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES AND VESTED GROWTH SHARES HELD PROVIDED THAT, THAT VESTED GROWTH SHARE SHALL CEASE TO PARTICIPATE IN THE DISTRIBUTION OF THE SURPLUS ASSETS WHEN THE HOLDER OF THE RELEVANT VESTED GROWTH SHARE HAS RECEIVED AN AMOUNT EQUAL TO THE RELEVANT VESTED GROWTH SHARE'S PRO-RATA PROPORTION OF THE DISTRIBUTABLE MINUS THE RELEVANT VESTED GROWTH SHARE'S PARTICIPATION VALUE. (4) THE SHARES ARE NOT REDEEMABLE.

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>1551747</b>
		Total aggregate nominal value:	<b>1551.747</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.