

**Return of Allotment of Shares**Company Name: **UNLIMITED MARKETING GROUP LTD**Company Number: **10469103**Received for filing in Electronic Format on the: **13/03/2024**

XCYTN5NV

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>01/03/2023</b>	

<b>Class of Shares:</b>	<b>A ORDINARY</b>	Number allotted	<b>20</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>10</b>
		Amount paid:	<b>10</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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<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>965</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>9650</b>

Currency: **GBP**

Prescribed particulars

**THE A ORDINARY SHARES OF £10.00 EACH ("A SHARES") HAVE ATTACHED TO THEM THE FOLLOWING RIGHTS: (1) VOTING: THE A SHARES DO NOT CONFER ANY RIGHTS ON THE HOLDERS TO RECEIVE NOTICE OF, TO ATTEND OR VOTE AT GENERAL MEETINGS OF THE COMPANY OR TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. (2) DIVIDENDS: SUBJECT TO THE PREFERENTIAL DIVIDEND RIGHTS ATTACHING TO THE PREFERENCE SHARES, THE HOLDERS OF THE A SHARES ARE ENTITLED TO RECEIVE DIVIDENDS. THE COMPANY AND/OR THE DIRECTORS MAY DECLARE AND PAY DIVIDENDS AS BETWEEN THE CLASSES OF SHARES IN THE COMPANY AS THEY SEE FIT SUCH THAT DIVIDENDS MAY BE DECLARED ON ONE OR MORE CLASSES AND NOT ON THE OTHER(S). (3) CAPITAL DISTRIBUTION: ON A RETURN OF CAPITAL OF THE COMPANY ON A WINDING UP OR OTHERWISE (OTHER THAN A REDEMPTION OF SHARES OR THE PURCHASE BY THE COMPANY OF ITS OWN SHARES), THE SURPLUS ASSETS OF THE COMPANY SHALL BE DISTRIBUTED TO THE SHAREHOLDERS IN THE ORDER OF PRIORITY SET OUT IN ARTICLE 5.1 OF THE COMPANY'S ARTICLES OF ASSOCIATION ("ARTICLES"), WHICH PROVIDES FOR THE SURPLUS ASSETS TO BE APPLIED IN THE FOLLOWING ORDER: (I) FIRSTLY, IN PAYMENT TO THE HOLDERS OF THE PREFERENCE SHARES; AND (II) SECONDLY, IN PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, A SHARES AND C SHARES IN ACCORDANCE WITH ARTICLES 5.1.2 TO 5.1.7 (WHICH GOVERN THE PRIORITY AND PROPORTIONS IN WHICH THE SURPLUS ASSETS ARE TO BE APPLIED BY REFERENCE TO IRR). (4) REDEMPTION: THE A SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION. (THE TERMS, "C SHARES", "IRR", "ORDINARY SHARES", "PREFERENCE SHARES" AND "SURPLUS ASSETS", ARE DEFINED IN THE ARTICLES.)**

<b>Class of Shares:</b>	<b>C</b>	Number allotted	<b>100</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>100</b>

Currency: **GBP**

Prescribed particulars

THE C ORDINARY SHARES OF £1.00 EACH ("C SHARES") HAVE ATTACHED TO THEM THE FOLLOWING RIGHTS: (1) VOTING: THE C SHARES DO NOT CONFER ANY RIGHTS ON THE HOLDERS TO RECEIVE NOTICE OF, TO ATTEND OR VOTE AT GENERAL MEETINGS OF THE COMPANY OR TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. (2) DIVIDENDS: SUBJECT TO THE PREFERENTIAL DIVIDEND RIGHTS ATTACHING TO THE PREFERENCE SHARES, THE HOLDERS OF THE C SHARES ARE ENTITLED TO RECEIVE DIVIDENDS. THE COMPANY AND/OR THE DIRECTORS MAY DECLARE AND PAY DIVIDENDS AS BETWEEN THE CLASSES OF SHARES IN THE COMPANY AS THEY SEE FIT SUCH THAT DIVIDENDS MAY BE DECLARED ON ONE OR MORE CLASSES AND NOT ON THE OTHER(S). (3) CAPITAL DISTRIBUTION: ON A RETURN OF CAPITAL OF THE COMPANY ON A WINDING UP OR OTHERWISE (OTHER THAN A REDEMPTION OF SHARES OR THE PURCHASE BY THE COMPANY OF ITS OWN SHARES), THE SURPLUS ASSETS OF THE COMPANY SHALL BE DISTRIBUTED TO THE SHAREHOLDERS IN THE ORDER OF PRIORITY SET OUT IN ARTICLE 5.1 OF THE COMPANY'S ARTICLES OF ASSOCIATION ("ARTICLES"), WHICH PROVIDES FOR THE SURPLUS ASSETS TO BE APPLIED IN THE FOLLOWING ORDER: (I) FIRSTLY, IN PAYMENT TO THE HOLDERS OF THE PREFERENCE SHARES; AND (II) SECONDLY, IN PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, A SHARES AND C SHARES IN ACCORDANCE WITH ARTICLES 5.1.2 TO 5.1.7 (WHICH GOVERN THE PRIORITY AND PROPORTIONS IN WHICH THE SURPLUS ASSETS ARE TO BE APPLIED BY REFERENCE TO IRR). (4) REDEMPTION: THE C SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION. (THE TERMS, "A SHARES", "IRR", "ORDINARY SHARES", "PREFERENCE SHARES" AND "SURPLUS ASSETS", ARE DEFINED IN THE ARTICLES.)

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>11100001</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>11100001</b>
Prescribed particulars			

THE ORDINARY SHARES OF £1.00 EACH ("ORDINARY SHARES") HAVE ATTACHED TO THEM THE FOLLOWING RIGHTS: (1) VOTING: SUBJECT TO ARTICLE 45 OF THE COMPANY'S ARTICLES OF ASSOCIATION ("ARTICLES"), WHICH SETS OUT THE CIRCUMSTANCES IN WHICH THE VOTING RIGHTS ATTACHING TO SHARES MAY BE RESTRICTED, THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS. (2) DIVIDENDS: SUBJECT TO THE PREFERENTIAL DIVIDEND RIGHTS ATTACHING TO THE PREFERENCE SHARES, THE HOLDERS OF THE ORDINARY SHARES ARE ENTITLED TO RECEIVE DIVIDENDS. THE COMPANY AND/OR THE DIRECTORS MAY DECLARE AND PAY DIVIDENDS AS BETWEEN THE CLASSES OF SHARES IN THE COMPANY AS THEY SEE FIT SUCH THAT DIVIDENDS MAY BE DECLARED ON ONE OR MORE CLASSES AND NOT ON THE OTHER(S). (3) CAPITAL DISTRIBUTION: ON A RETURN OF CAPITAL OF THE COMPANY ON A WINDING UP OR OTHERWISE (OTHER THAN A REDEMPTION OF SHARES OR THE PURCHASE BY THE COMPANY OF ITS OWN SHARES), THE SURPLUS ASSETS OF THE COMPANY SHALL BE DISTRIBUTED TO THE SHAREHOLDERS IN THE ORDER OF PRIORITY SET OUT IN ARTICLE 5.1, WHICH PROVIDES FOR THE SURPLUS ASSETS TO BE APPLIED IN THE FOLLOWING ORDER: (I) FIRSTLY, IN PAYMENT TO THE HOLDERS OF THE PREFERENCE SHARES; AND (II) SECONDLY, IN PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, A SHARES AND C SHARES IN ACCORDANCE WITH ARTICLES 5.1.2 TO 5.1.7 (WHICH GOVERN THE PRIORITY AND PROPORTIONS IN WHICH THE SURPLUS ASSETS ARE TO BE APPLIED BY REFERENCE TO IRR). (4) REDEMPTION: THE ORDINARY SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION. (THE TERMS, "A SHARES", "C SHARES", "IRR", "PREFERENCE SHARES" AND "SURPLUS ASSETS", ARE DEFINED IN THE ARTICLES.)

<b>Class of Shares:</b>	<b>PREFERENCE</b>	Number allotted	<b>9035616</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>9035616</b>
Prescribed particulars			

THE PREFERENCE SHARES OF £1.00 EACH ("PREFERENCE SHARES") HAVE ATTACHED TO THEM THE FOLLOWING RIGHTS: (1) VOTING: THE PREFERENCE SHARES DO NOT CONFER ANY RIGHTS ON THE HOLDERS TO RECEIVE NOTICE OF, TO ATTEND OR VOTE AT GENERAL MEETINGS OF THE COMPANY OR TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. (2) DIVIDENDS: THE HOLDERS OF THE PREFERENCE SHARES ARE ENTITLED TO RECEIVE A FIXED CUMULATIVE CASH PREFERENTIAL DIVIDEND IN ACCORDANCE WITH ARTICLE 53.9 OF THE COMPANY'S ARTICLES OF ASSOCIATION ("ARTICLES"). (3) CAPITAL DISTRIBUTION: ON A RETURN OF CAPITAL OF THE COMPANY ON A WINDING UP OR OTHERWISE (OTHER THAN A REDEMPTION OF SHARES OR THE PURCHASE BY THE COMPANY OF ITS OWN SHARES), THE SURPLUS ASSETS OF THE COMPANY SHALL BE DISTRIBUTED TO THE SHAREHOLDERS IN THE ORDER OF PRIORITY SET OUT IN ARTICLE 5.1, WHICH PROVIDES FOR THE SURPLUS ASSETS TO BE APPLIED IN THE FOLLOWING ORDER: (I) FIRSTLY, IN PAYMENT TO THE HOLDERS OF THE PREFERENCE SHARES; AND (II) SECONDLY, IN PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, A SHARES AND C SHARES IN ACCORDANCE WITH ARTICLES 5.1.2 TO 5.1.7 (WHICH GOVERN THE PRIORITY AND PROPORTIONS IN WHICH THE SURPLUS ASSETS ARE TO BE APPLIED BY REFERENCE TO IRR). (4) REDEMPTION: THE PREFERENCE SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION. (THE TERMS, "A SHARES", "C SHARES", "IRR", "ORDINARY SHARES" AND "SURPLUS ASSETS", ARE DEFINED IN THE ARTICLES.)

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>20136682</b>
		Total aggregate nominal value:	<b>20145367</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.