

**Return of Allotment of Shares**Company Name: **MCLAREN GROUP LIMITED**Company Number: **10720174**Received for filing in Electronic Format on the: **16/08/2022**

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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	20/07/2022	

Class of Shares:	2022	Number allotted	800000
	CONVERTIBLE	Nominal value of each share	0.01
	PREFERENCE	Amount paid:	100
Currency:	GBP	Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	CONVERTIBLE	Number allotted	1500000
	PREFERENCE	Aggregate nominal value:	15000
	SHARES		
	OF 1		
	PENCE		
Currency:	GBP		

Prescribed particulars

NON-VOTING, REDEEMABLE CONVERTIBLE PREFERENCE SHARES, RANKING IN PRIORITY TO THE ORDINARY SHARES AND DEFERRED SHARES ON A RETURN OF CAPITAL ON A WINDING-UP OR REDUCTION OF CAPITAL, BUT WHICH DO NOT PARTICIPATE IN THE INCOME OF THE COMPANY. CONVERTIBLE PREFERENCE SHARES CAN BE REDEEMED AT THE OPTION OF THE COMPANY OR THE HOLDER (SUBJECT TO JUNIOR RANKING BEHIND THE SENIOR PREFERENCE SHARES) AND HAVE A GUARANTEED RETURN OF IRR 25%. THE CONVERTIBLE PREFERENCE SHARES ALSO CONVERT INTO ORDINARY SHARES IN CERTAIN CIRCUMSTANCES BASED ON A CONVERSION MECHANIC WHICH ENSURES THE GUARANTEED IRR RETURN

Class of Shares:	ORDINARY	Number allotted	12927471
	SHARES	Aggregate nominal value:	43091.57
	OF 1/3		
	PENCE		
Currency:	GBP		

Prescribed particulars

VOTING RIGHTS - SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. DIVIDEND RIGHTS - EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED, SUBJECT TO THE PREFERENTIAL DIVIDEND RIGHTS ATTACHING TO THE SENIOR PREFERENCE SHARES. DISTRIBUTION RIGHTS - ON A WINDING UP OR RETURN OF CAPITAL - EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON A WINDING UP SUBJECT TO THE PREFERENTIAL RIGHTS ATTACHING TO THE SENIOR PREFERENCE SHARES AND THE CONVERTIBLE PREFERENCE SHARES (AND THE RETENTION OF SUMS NECESSARY TO PAY THE HOLDERS OF DEFERRED SHARES AN AGGREGATE SUM OF £1 FOR EVERY 1,000 DEFERRED SHARES THEY HOLD). REDEMPTION - THE SHARES ARE NOT REDEEMABLE

Class of Shares:	SENIOR	Number allotted	4000000
	PREFERENCE	Aggregate nominal value:	40000
	SHARES		
	OF 1		
	PENCE		

Currency: **GBP**

Prescribed particulars

NON-VOTING, REDEEMABLE SENIOR PREFERENCE SHARES, RANKING IN PRIORITY TO THE ORDINARY SHARES, DEFERRED SHARES AND CONVERTIBLE PREFERENCE SHARES ON A RETURN OF CAPITAL ON A WINDING-UP OR REDUCTION OF CAPITAL AND ENTITLING THE HOLDERS IN PRIORITY TO THE ORDINARY SHARES TO A SEMI-ANNUALLY COMPOUNDING DIVIDEND OF 12.5% AND A GUARANTEED MOIC RETURN ON REDEMPTION OF UP TO 1.5X.

Class of Shares:	2022	Number allotted	800000
	CONVERTIBLE	Aggregate nominal value:	8000
	PREFERENCE		
	SHARES		

Currency: **GBP**

Prescribed particulars

NON-VOTING, REDEEMABLE CONVERTIBLE PREFERENCE SHARES, RANKING IN PRIORITY TO THE ORDINARY SHARES AND DEFERRED SHARES ON A RETURN OF CAPITAL ON A WINDING-UP OR REDUCTION OF CAPITAL, BUT WHICH DO NOT PARTICIPATE IN THE INCOME OF THE COMPANY. CONVERTIBLE PREFERENCE SHARES CAN BE REDEEMED AT THE OPTION OF THE COMPANY OR THE HOLDER (SUBJECT TO JUNIOR RANKING BEHIND THE SENIOR PREFERENCE SHARES) AND HAVE A GUARANTEED RETURN OF IRR 30%. THE CONVERTIBLE PREFERENCE SHARES ALSO CONVERT INTO ORDINARY SHARES IN CERTAIN CIRCUMSTANCES BASED ON A CONVERSION MECHANIC WHICH ENSURES THE GUARANTEED IRR RETURN

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	19227471
		Total aggregate nominal value:	106091.57
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

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