

**Return of Allotment of Shares**Company Name: **ORBITAL WITNESS LIMITED**Company Number: **10732703**Received for filing in Electronic Format on the: **30/01/2024**

XCVTFOEQ

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	17/01/2024	

Class of Shares:	ORDINARY	Number allotted	1125
Currency:	GBP	Nominal value of each share	0.001
		Amount paid:	3.43
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	146862
Currency:	GBP	Aggregate nominal value:	146.862

Prescribed particulars

THE ORDINARY SHARES HAVE ATTACHED TO THEM VOTING AND DIVIDEND RIGHTS. ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) AFTER THE COMPANY HAS PAID ANY LIABILITIES AND THE LIQUIDATION PREFERENCE PAYMENT HAS BEEN MADE TO PREFERRED ORDINARY SHAREHOLDERS (IF ANY) AND A £1 PAYMENT HAS BEEN MADE TO HOLDERS OF DEFERRED SHARES (IF ANY), THE HOLDERS OF ORDINARY SHARES WILL RECEIVE THE BALANCE OF THE SURPLUS ASSETS (IF ANY) PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD. THE ORDINARY SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	PREFERRED	Number allotted	35802
	ORDINARY	Aggregate nominal value:	35.802
Currency:	GBP		

Prescribed particulars

THE PREFERRED ORDINARY SHARES HAVE ATTACHED TO THEM VOTING AND DIVIDEND RIGHTS. ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) AFTER THE COMPANY HAS PAID ANY LIABILITIES, THE REMAINING ASSETS WILL BE DIVIDED FIRST, IN PAYING TO EACH OF THE HOLDERS OF PREFERRED ORDINARY SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT (OR IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNTS, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF PREFERRED ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF PREFERRED ORDINARY SHARES). ANY HOLDER OF PREFERRED ORDINARY SHARES SHALL BE ENTITLED, BY NOTICE IN WRITING TO THE COMPANY, TO REQUIRE CONVERSION INTO ORDINARY SHARES OF ALL OF THE FULLY PAID PREFERRED ORDINARY SHARES HELD BY THEM AT ANY TIME AND THOSE PREFERRED ORDINARY SHARES SHALL CONVERT AUTOMATICALLY ON THE DATE OF SUCH NOTICE, PROVIDED THAT THE HOLDER MAY IN SUCH NOTICE, STATE THAT CONVERSION OF ITS PREFERRED ORDINARY SHARES IS CONDITIONAL UPON THE OCCURRENCE OF ONE OR MORE EVENTS. ALL OF THE FULLY PAID PREFERRED ORDINARY SHARES SHALL AUTOMATICALLY CONVERT INTO ORDINARY SHARES: (A) ON THE DATE OF A NOTICE GIVEN BY THE NON-FOUNDER SHAREHOLDER MAJORITY (WHICH DATE SHALL BE TREATED AS THE CONVERSION DATE); OR (B) IMMEDIATELY UPON THE OCCURRENCE OF A LISTING.

Class of Shares:	SEED	Number allotted	67664
	PREFERRED	Aggregate nominal value:	67.664
Currency:	GBP		
Prescribed particulars			

THE SEED PREFERRED SHARES HAVE ATTACHED TO THEM VOTING AND DIVIDEND RIGHTS. ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION. REDEMPTION OR PURCHASE OF SHARES) AFTER THE COMPANY HAS PAID ANY LIABILITIES. THE REMAINING ASSETS WILL BE DIVIDED FIRST, IN PAYING TO EACH OF THE HOLDERS OF SEED PREFERRED SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES. AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT (OR IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNTS. THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF SEED PREFERRED SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SEED PREFERRED SHARES). THE PROCEEDS OF SALE (IN CASE OF A SHARE SALE) OR THE SURPLUS ASSETS REMAINING AFTER THE PAYMENT OF THE COMPANY'S LIABILITIES (IN THE CASE OF AN ASSET SALE) SHALL BE DISTRIBUTED IN THE SAME ORDER OF PRIORITY AS THAT OF THE LIQUIDATION PREFERENCE. ANY HOLDER OF SEED PREFERRED SHARES SHALL BE ENTITLED, BY NOTICE IN WRITING TO THE COMPANY/TO REQUIRE CONVERSION INTO ORDINARY SHARES OF ALL OF THE FULLY PAID SEED PREFERRED SHARES HELD BY THEM AT ANY TIME AND THOSE SEED PREFERRED SHARES SHALL CONVERT AUTOMATICALLY ON THE DATE OF SUCH NOTICE. PROVIDED THAT THE HOLDER MAY IN SUCH NOTICE, STATE THAT CONVERSION OF ITS SEED PREFERRED SHARES IS CONDITIONAL UPON THE OCCURRENCE OF ONE OR MORE EVENTS. ALL OF THE FULLY PAID SEED PREFERRED SHARES SHALL AUTOMATICALLY CONVERT INTO ORDINARY SHARES: (A) ON THE DATE OF A NOTICE GIVEN BY THE HOLDERS OF MORE THAN 50% OF THE SEED PREFERRED SHARES (INCLUDING THE LEAD INVESTOR); OR (B) IMMEDIATELY UPON THE OCCURRENCE OF A LISTING.

Class of Shares:	SERIES	Number allotted	111715
	A	Aggregate nominal value:	111.715
	PREFERRED		
Currency:	GBP		
Prescribed particulars			

THE SERIES A PREFERRED SHARES HAVE ATTACHED TO THEM VOTING AND DIVIDEND RIGHTS. ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) AFTER THE COMPANY HAS PAID ANY LIABILITIES, AND THE LIQUIDATION PREFERENCE PAYMENT HAS BEEN MADE FIRSTLY TO HOLDERS OF DEFERRED SHARES (AS TO £1.00), ANY SURPLUS ASSETS SHALL THEN BE APPLIED TO THE HOLDERS OF SERIES A PREFERRED SHARES AND SERIES A1 PREFERRED SHARES, IN RESPECT OF THE AMOUNT PAID FOR SUCH SHARES, PRO RATA TO THE NUMBER OF SUCH SHARES HELD (UNLESS A HIGHER AMOUNT WOULD BE RECEIVED IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AMONGST HOLDERS OF EQUITY SHARES, IN WHICH CASE THE HIGHER AMOUNT SHALL BE RECEIVED). THE PROCEEDS OF SALE (IN CASE OF A SHARE SALE) OR THE SURPLUS ASSETS REMAINING AFTER THE PAYMENT OF THE COMPANY'S LIABILITIES (IN THE CASE OF AN ASSET SALE) SHALL BE DISTRIBUTED IN THE SAME ORDER OF PRIORITY AS THAT OF THE LIQUIDATION PREFERENCE. ANY HOLDER OF SERIES A PREFERRED SHARES SHALL BE ENTITLED, BY NOTICE IN WRITING TO THE COMPANY, TO REQUIRE CONVERSION INTO ORDINARY SHARES OF ALL OF THE FULLY PAID SERIES A PREFERRED SHARES HELD BY THEM AT ANY TIME AND THOSE SERIES A PREFERRED SHARES SHALL CONVERT AUTOMATICALLY ON THE DATE OF SUCH NOTICE. ALL OF THE FULLY PAID SERIES A PREFERRED SHARES SHALL AUTOMATICALLY CONVERT INTO ORDINARY SHARES: (A) ON THE DATE OF A NOTICE GIVEN BY THE HOLDERS OF A SERIES A SHAREHOLDER MAJORITY; OR (B) IMMEDIATELY UPON THE OCCURRENCE OF A LISTING.

Class of Shares:	SERIES	Number allotted	4154
	A1	Aggregate nominal value:	4.154
	PREFERRED		

Currency: GBP

Prescribed particulars

THE SERIES A1 PREFERRED SHARES HAVE ATTACHED TO THEM VOTING AND DIVIDEND RIGHTS. ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) AFTER THE COMPANY HAS PAID ANY LIABILITIES, AND THE LIQUIDATION PREFERENCE PAYMENT HAS BEEN MADE FIRSTLY TO HOLDERS OF DEFERRED SHARES (AS TO £1.00), ANY SURPLUS ASSETS SHALL THEN BE APPLIED TO THE HOLDERS OF SERIES A PREFERRED SHARES AND SERIES A1 PREFERRED SHARES, IN RESPECT OF THE AMOUNT PAID FOR SUCH SHARES, PRO RATA TO THE NUMBER OF SUCH SHARES HELD (UNLESS A HIGHER AMOUNT WOULD BE RECEIVED IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AMONGST HOLDERS OF EQUITY SHARES, IN WHICH CASE THE HIGHER AMOUNT SHALL BE RECEIVED). THE PROCEEDS OF SALE (IN CASE OF A SHARE SALE) OR THE SURPLUS ASSETS REMAINING AFTER THE PAYMENT OF THE COMPANY'S LIABILITIES (IN THE CASE OF AN ASSET SALE) SHALL BE DISTRIBUTED IN THE SAME ORDER OF PRIORITY AS THAT OF THE LIQUIDATION PREFERENCE. ANY HOLDER OF SERIES A1 PREFERRED SHARES SHALL BE ENTITLED, BY NOTICE IN WRITING TO THE COMPANY, TO REQUIRE CONVERSION INTO ORDINARY SHARES OF ALL OF THE FULLY PAID SERIES A1 PREFERRED SHARES HELD BY THEM AT ANY TIME AND THOSE SERIES A1 PREFERRED SHARES SHALL CONVERT AUTOMATICALLY ON THE DATE OF SUCH NOTICE. ALL OF THE FULLY PAID SERIES A1 PREFERRED SHARES SHALL AUTOMATICALLY CONVERT INTO ORDINARY SHARES: (A) ON THE DATE OF A NOTICE GIVEN BY THE HOLDERS OF A SERIES A1 SHAREHOLDER MAJORITY; OR (B) IMMEDIATELY UPON THE OCCURRENCE OF A LISTING.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	366197
		Total aggregate nominal value:	366.197
		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.