

**Return of Allotment of Shares**Company Name: **ADGERO UK LIMITED**Company Number: **10890933**Received for filing in Electronic Format on the: **16/05/2022**

XB449HQ3

Shares Allotted (including bonus shares)

| Date or period during which shares are allotted | From | To |
|--|-------------------|-------------------|
| | 18/05/2021 | 29/07/2021 |

Class of Shares: B ORDINARY**Currency: GBP**Number allotted **2096**Nominal value of each share **0.01**Amount paid: **40.35**Amount unpaid: **0**

Non-cash consideration

NIL

Statement of Capital (Share Capital)

| | | | |
|-------------------------|-----------------|--------------------------|---------------|
| Class of Shares: | B | Number allotted | 11741 |
| | ORDINARY | Aggregate nominal value: | 117.41 |

Currency: **GBP**

Prescribed particulars

ALL SHARES CARRY EQUAL VOTING RIGHTS ALL SHARES CARRY EQUAL RIGHTS TO DIVIDENDS ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR SIMILAR, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED TO THE HOLDERS OF EQUITY SHARES PARI PASSU IN PROPORTION TO THE NUMBER OF EQUITY SHARES (OF EITHER CLASS) HELD BY EACH OF THEM RESPECTIVELY. HOWEVER, IF THIS WOULD RESULT IN ANY OF THE B ORDINARY SHAREHOLDERS RECEIVING AN AMOUNT PER SHARE WHICH IS LESS THAN THE SUBSCRIPTION PRICE OF EACH OF THE B ORDINARY SHARES HELD BY SUCH HOLDER, SUCH ASSETS SHALL INSTEAD BY APPLIED AS FOLLOWS 4.2.1 FIRSTLY, AN AMOUNT UP TO THE AGGREGATE TOTAL SUBSCRIPTION PRICE OF THE B ORDINARY SHARES SHALL BE DISTRIBUTED BETWEEN THE HOLDERS OF THE EQUITY SHARES SUCH THAT; 4.2.1.1 99.9% SHALL BE DIVIDED BETWEEN THE HOLDERS OF THE B ORDINARY SHARES PRO-RATA TO THE SUBSCRIPTION PRICE PAID ON EACH SUCH SHARE; AND 4.2.1.2 0.1% SHALL BE DISTRIBUTED BETWEEN THE A ORDINARY SHARES PRO-RATA PER SHARE; 4.2.2 SECONDLY, AN AMOUNT UP TO Y DISTRIBUTED BETWEEN THE A ORDINARY AND B ORDINARY SHARES PRO RATA TO THE VALUE OF Z FOR EACH SHARE, WHERE 4.2.2.1 “W” IS THE HIGHEST SUBSCRIPTION PRICE PAID PER B ORDINARY SHARE; 4.2.2.2 “X” IS A SUM EQUAL TO W TIMES THE TOTAL NUMBER OF A ORDINARY AND B ORDINARY SHARES IN ISSUE; 4.2.2.3 “Y” IS A SUM EQUAL TO X LESS THE AGGREGATE TOTAL SUBSCRIPTION PRICE OF THE B ORDINARY SHARES; 4.2.2.4 “Z” IS THE DIFFERENCE BETWEEN W AND THE AMOUNT PAID ON EACH SHARE IN ACCORDANCE WITH ARTICLE 4.2.1; AND 4.2.2.5 SUCH PAYMENTS WILL BE MADE SO THAT ON THE CUMULATIVE DISTRIBUTION OF X UNDER ARTICLE 4.2, EACH A ORDINARY AND B ORDINARY SHAREHOLDER SHALL HAVE RECEIVED A DISTRIBUTION OF W FOR EACH SHARE HELD.

| | | | |
|-------------------------|-----------------|--------------------------|--------------|
| Class of Shares: | ORDINARY | Number allotted | 24000 |
| | A | Aggregate nominal value: | 240 |

Currency: **GBP**

ALL SHARES CARRY EQUAL VOTING RIGHTS ALL SHARES CARRY EQUAL RIGHTS TO DIVIDENDS ON A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR SIMILAR, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED TO THE HOLDERS OF EQUITY SHARES PARI PASSU IN PROPORTION TO THE NUMBER OF EQUITY SHARES (OF EITHER CLASS) HELD BY EACH OF THEM RESPECTIVELY. HOWEVER, IF THIS WOULD RESULT IN ANY OF THE B ORDINARY SHAREHOLDERS RECEIVING AN AMOUNT PER SHARE WHICH IS LESS THAN THE SUBSCRIPTION PRICE OF EACH OF THE B ORDINARY SHARES HELD BY SUCH HOLDER, SUCH ASSETS SHALL INSTEAD BY APPLIED AS FOLLOWS

4.2.1 FIRSTLY, AN AMOUNT UP TO THE AGGREGATE TOTAL SUBSCRIPTION PRICE OF THE B ORDINARY SHARES SHALL BE DISTRIBUTED BETWEEN THE HOLDERS OF THE EQUITY SHARES SUCH THAT;

4.2.1.1 99.9% SHALL BE DIVIDED BETWEEN THE HOLDERS OF THE B ORDINARY SHARES PRO-RATA TO THE SUBSCRIPTION PRICE PAID ON EACH SUCH SHARE; AND 4.2.1.2 0.1% SHALL BE DISTRIBUTED BETWEEN THE A ORDINARY SHARES PRO-RATA PER SHARE;

4.2.2 SECONDLY, AN AMOUNT UP TO Y DISTRIBUTED BETWEEN THE A ORDINARY AND B ORDINARY SHARES PRO RATA TO THE VALUE OF Z FOR EACH SHARE, WHERE

4.2.2.1 “W” IS THE HIGHEST SUBSCRIPTION PRICE PAID PER B ORDINARY SHARE; 4.2.2.2 “X” IS A SUM EQUAL TO W TIMES THE TOTAL NUMBER OF A ORDINARY AND B ORDINARY SHARES IN ISSUE; 4.2.2.3 “Y” IS A SUM EQUAL TO X LESS THE AGGREGATE TOTAL SUBSCRIPTION PRICE OF THE B ORDINARY SHARES; 4.2.2.4 “Z” IS THE DIFFERENCE BETWEEN W AND THE AMOUNT PAID ON EACH SHARE IN ACCORDANCE WITH ARTICLE 4.2.1; AND 4.2.2.5 SUCH PAYMENTS WILL BE MADE SO THAT ON THE CUMULATIVE DISTRIBUTION OF X UNDER ARTICLE 4.2, EACH A ORDINARY AND B ORDINARY SHAREHOLDER SHALL HAVE RECEIVED A DISTRIBUTION OF W FOR EACH SHARE HELD.

Statement of Capital (Totals)

| | | | |
|-----------|------------|--------------------------------|---------------|
| Currency: | GBP | Total number of shares: | 35741 |
| | | Total aggregate nominal value: | 357.41 |
| | | 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.