

**Return of Allotment of Shares**Company Name: **TICKITTO AI LTD**Company Number: **11021551**Received for filing in Electronic Format on the: **14/12/2023**

XCIC20GQ

Shares Allotted (including bonus shares)

| Date or period during which shares are allotted | From | To |
|--|-------------------|----|
| | 12/12/2023 | |

| | | | |
|-------------------------|-------------|-----------------------------|-----------------|
| Class of Shares: | SEED | Number allotted | 3734 |
| Currency: | GBP | Nominal value of each share | 0.001 |
| | | Amount paid: | 19892.34 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-------------------|-----------------------------|-----------------|
| Class of Shares: | A ORDINARY | Number allotted | 9385 |
| Currency: | GBP | Nominal value of each share | 0.001 |
| | | Amount paid: | 49997.23 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-------------------|-----------------------------|---------------|
| Class of Shares: | A ORDINARY | Number allotted | 1389 |
| Currency: | GBP | Nominal value of each share | 0.001 |
| | | Amount paid: | 7399.7 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-------------|-----------------------------|--------------|
| Class of Shares: | SEED | Number allotted | 4692 |
| Currency: | GBP | Nominal value of each share | 0.001 |

Amount paid: **24995.95**

Amount unpaid: **0**

No shares allotted other than for cash

Class of Shares: SEED

Number allotted **37542**

Currency: **GBP**

Nominal value of each share **0.001**

Amount paid: **199999.56**

Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

| | | | |
|-------------------------|-----------------|--------------------------|----------------|
| Class of Shares: | A | Number allotted | 414147 |
| | ORDINARY | Aggregate nominal value: | 414.147 |

Currency: **GBP**

Prescribed particulars

A) THE A ORDINARY SHARES SHALL CONFER ON EACH HOLDER 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. B) THE A ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN ANY DIVIDEND, RANKING PARRI PASSU WITH THE SEED SHARES, THE ORDINARY SHARES AND THE B ORDINARY SHARES. C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL THE SURPLUS ASSETS OF THE COMPANY SHALL BE APPLIED: (1) FIRST, IN PAYING TO THE HOLDERS OF DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES; (2) SECOND, IN PAYING TO EACH OF THE SEED SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT; (3) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES, A ORDINARY SHARES AND B ORDINARY SHARES, PRO RATA TO THE NUMBER OF SHARES HELD. (4) IN ADDITION TO EACH AND EVERY PAYMENT MADE ABOVE THE SHAREHOLDERS SHALL BE PAID THE AGGREGATE SUM OF £100 AND EACH SHALL RECEIVE A PAYMENT EQUAL TO THE FRACTION OF £100 EQUIVALENT TO THE NUMBER OF EQUITY SHARES HELD BY SUCH SHAREHOLDER ON THE DATE OF SUCH PAYMENT, PROVIDED THAT SUCH PAYMENTS DO NOT REFLECT AN ORDER OF PREFERENCE BETWEEN THE HOLDERS OF SEED SHARES AND THE HOLDERS OF ORDINARY SHARES, A ORDINARY SHARES AND B ORDINARY SHARES. D) THE A ORDINARY SHARES ARE NOT REDEEMABLE.

| | | | |
|-------------------------|-----------------|--------------------------|----------------|
| Class of Shares: | ORDINARY | Number allotted | 1086440 |
| Currency: | GBP | Aggregate nominal value: | 1086.44 |

Prescribed particulars

A) THE ORDINARY SHARES SHALL CONFER ON EACH HOLDER 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. B) THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE IN ANY DIVIDEND, RANKING PARRI PASSU WITH THE SEED SHARES, THE A ORDINARY SHARES AND THE B ORDINARY SHARES. C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL THE SURPLUS ASSETS OF THE COMPANY SHALL BE APPLIED: (1) FIRST, IN PAYING TO THE HOLDERS OF DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES; (2) SECOND, IN PAYING TO EACH OF THE SEED SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT; (3) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES, A ORDINARY SHARES AND B ORDINARY SHARES, PRO RATA TO THE NUMBER OF SHARES HELD. (4) IN ADDITION TO EACH AND EVERY PAYMENT MADE ABOVE THE SHAREHOLDERS SHALL BE PAID THE AGGREGATE SUM OF £100 AND EACH SHALL RECEIVE A PAYMENT EQUAL TO THE FRACTION OF £100 EQUIVALENT TO THE NUMBER OF EQUITY SHARES HELD BY SUCH SHAREHOLDER ON THE DATE OF SUCH PAYMENT, PROVIDED THAT SUCH PAYMENTS DO NOT REFLECT AN ORDER OF PREFERENCE BETWEEN THE HOLDERS OF SEED SHARES AND THE HOLDERS OF ORDINARY SHARES, A ORDINARY SHARES AND B ORDINARY SHARES. D) THE ORDINARY SHARES ARE NOT REDEEMABLE.

| | | | |
|-------------------------|-------------|--------------------------|----------------|
| Class of Shares: | SEED | Number allotted | 553748 |
| Currency: | GBP | Aggregate nominal value: | 553.748 |
| Prescribed particulars | | | |

A) THE SEED SHARES SHALL CONFER ON EACH HOLDER 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. B) THE SEED SHARES CARRY THE RIGHT TO PARTICIPATE IN ANY DIVIDEND, RANKING PARI PASSU WITH THE ORDINARY SHARES, THE A ORDINARY SHARES AND THE B ORDINARY SHARES. C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL THE SURPLUS ASSETS OF THE COMPANY SHALL BE APPLIED: (1) FIRST, IN PAYING TO THE HOLDERS OF DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES; (2) SECOND, IN PAYING TO EACH OF THE SEED SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT; (3) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES, A ORDINARY SHARES AND B ORDINARY SHARES, PRO RATA TO THE NUMBER OF SHARES HELD. (4) IN ADDITION TO EACH AND EVERY PAYMENT MADE ABOVE THE SHAREHOLDERS SHALL BE PAID THE AGGREGATE SUM OF £100 AND EACH SHALL RECEIVE A PAYMENT EQUAL TO THE FRACTION OF £100 EQUIVALENT TO THE NUMBER OF EQUITY SHARES HELD BY SUCH SHAREHOLDER ON THE DATE OF SUCH PAYMENT, PROVIDED THAT SUCH PAYMENTS DO NOT REFLECT AN ORDER OF PREFERENCE BETWEEN THE HOLDERS OF SEED SHARES AND THE HOLDERS OF ORDINARY SHARES, A ORDINARY SHARES AND B ORDINARY SHARES. D) THE SEED SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

| | | | |
|-----------|------------|--------------------------------|-----------------|
| Currency: | GBP | Total number of shares: | 2054335 |
| | | Total aggregate nominal value: | 2054.335 |
| | | 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.