

**Return of Allotment of Shares**Company Name: **SHL GLOBAL MANAGEMENT LIMITED**Company Number: **11172367**Received for filing in Electronic Format on the: **12/02/2024**

XCWPSCR6

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	07/02/2024	07/02/2024

Class of Shares:	C2	Number allotted	4952
	ORDINARY	Nominal value of each share	0.01
	SHARES	Amount paid:	1
Currency:	GBP	Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	D ORDINARY	Number allotted	14116
	SHARES	Nominal value of each share	0.01
Currency:	GBP	Amount paid:	0.033
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	B	Number allotted	40475
	ORDINARY	Aggregate nominal value:	404.75
Currency:	GBP		

Prescribed particulars

A. THE B ORDINARY SHARES CARRY NO VOTING RIGHTS. B. SUBJECT TO THE REDEMPTION IN FULL OF ALL PREFERENCE SHARES, TOGETHER WITH ALL ACCRUED AND/OR UNPAID AMOUNTS OF THE PREFERENCE DIVIDEND, THE B ORDINARY SHARES ARE ENTITLED TO PAYMENT OF DIVIDENDS RANKING EQUALLY TO A PAYMENT TO THE A1 ORDINARY SHARES, THE A2 ORDINARY SHARES, THE C1 ORDINARY SHARES AND THE C2 ORDINARY SHARES. C. ON A RETURN OF CAPITAL OR ON A WINDING UP, EACH HOLDER OF A PREFERENCE SHARE IS ENTITLED TO, IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, A SUM EQUAL TO THE ENTIRE NOMINAL AND PREMIUM AMOUNTS PAID UP ON SUCH PREFERENCE SHARES TOGETHER WITH THE AGGREGATE AMOUNT OF ALL ARREARS AND ACCRUALS (IF ANY) OF THE PREFERENCE DIVIDEND. ONCE THE PREFERENCE SHAREHOLDERS HAVE BEEN FULLY REPAID, THE B ORDINARY SHARES RANK EQUALLY WITH THE A1 ORDINARY SHARES, THE A2 ORDINARY SHARES, THE C1 ORDINARY SHARES AND THE C2 ORDINARY SHARES. D. THE B ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	D	Number allotted	718452
	ORDINARY	Aggregate nominal value:	7184.52
Currency:	GBP		

Prescribed particulars

A. THE D ORDINARY SHARES CARRY NO VOTING RIGHTS. B. THE D ORDINARY SHARES CARRY NOT RIGHTS AS TO INCOME OR DIVIDENDS. C. ON A RETURN OF CAPITAL OR ON A WINDING UP EACH HOLDER OF A PREFERENCE SHARE IS ENTITLED TO IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, A SUM EQUAL TO THE ENTIRE NOMINAL AND PREMIUM AMOUNTS PAID UP ON SUCH PREFERENCE SHARES TOGETHER WITH THE AGGREGATE AMOUNT OF ALL ARREARS AND ACCRUALS (IF ANY) OF THE PREFERENCE DIVIDEND. ONCE THE PREFERENCE SHAREHOLDERS HAVE BEEN FULLY REPAID, THE D ORDINARY SHAREHOLDERS ARE ENTITLED TO AN AGGREGATE AMOUNT EQUAL TO THE FIXED D SHARE RETURN AND THE E ORDINARY SHAREHOLDERS ARE ENTITLED TO THE FIXED E SHARE CAPITAL RETURN. THE D ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	A1	Number allotted	383553
	ORDINARY	Aggregate nominal value:	3835.53
Currency:	GBP		

Prescribed particulars

A. EVERY HOLDER OF C1 ORDINARY SHARES SHALL BE ENTITLED TO EXERCISE 5% OF THE TOTAL VOTES AT A GENERAL MEETING OF THE COMPANY PROVIDED THAT THE TOTAL VOTING RIGHTS HELD BY HOLDERS OF C1 ORDINARY SHARES SHALL NEVER EXCEED 25%. THE A1 ORDINARY SHARES CARRY ALL REMAINING VOTING RIGHTS EXERCISABLE AT A GENERAL MEETING OF THE COMPANY. B. SUBJECT TO THE REDEMPTION IN FULL OF ALL PREFERENCE SHARES, TOGETHER WITH ALL ACCRUED AND/OR UNPAID AMOUNTS OF THE PREFERENCE DIVIDEND, THE A1 ORDINARY SHARES ARE ENTITLED TO PAYMENT OF DIVIDENDS RANKING EQUALLY TO A PAYMENT TO THE A2 ORDINARY SHARES, THE B ORDINARY SHARES, THE C1 ORDINARY SHARES AND THE C2 ORDINARY SHARES. C. ON A RETURN OF CAPITAL OR ON A WINDING UP, EACH HOLDER OF A PREFERENCE SHARE IS ENTITLED TO, IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, A SUM EQUAL TO THE ENTIRE NOMINAL AND PREMIUM AMOUNTS PAID UP ON SUCH PREFERENCE SHARES TOGETHER WITH THE AGGREGATE AMOUNT OF ALL ARREARS AND ACCRUALS (IF ANY) OF THE PREFERENCE DIVIDEND. ONCE THE PREFERENCE SHAREHOLDERS HAVE BEEN FULLY REPAID, THE A1 ORDINARY SHARES RANK EQUALLY WITH THE A2 ORDINARY SHARES, THE B ORDINARY SHARES, THE C1 ORDINARY SHARES AND THE C2 ORDINARY SHARES. D. THE A1 ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	A2	Number allotted	415434
	ORDINARY	Aggregate nominal value:	4154.34

Currency: **GBP**

Prescribed particulars

A. THE A2 ORDINARY SHARES CARRY NO VOTING RIGHTS. B. SUBJECT TO THE REDEMPTION IN FULL OF ALL PREFERENCE SHARES, TOGETHER WITH ALL ACCRUED AND/OR UNPAID AMOUNTS OF THE PREFERENCE DIVIDEND, THE A2 ORDINARY SHARES ARE ENTITLED TO PAYMENT OF DIVIDENDS RANKING EQUALLY TO A PAYMENT TO THE A1 ORDINARY SHARES, THE B ORDINARY SHARES, THE C1 ORDINARY SHARES AND THE C2 ORDINARY SHARES. C. ON A RETURN OF CAPITAL OR ON A WINDING UP, EACH HOLDER OF A PREFERENCE SHARE IS ENTITLED TO, IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, A SUM EQUAL TO THE ENTIRE NOMINAL AND PREMIUM AMOUNTS PAID UP ON SUCH PREFERENCE SHARES TOGETHER WITH THE AGGREGATE AMOUNT OF ALL ARREARS AND ACCRUALS (IF ANY) OF THE PREFERENCE DIVIDEND. ONCE THE PREFERENCE SHAREHOLDERS HAVE BEEN FULLY REPAID, THE A2 ORDINARY SHARES RANK EQUALLY WITH THE A1 ORDINARY SHARES, THE B ORDINARY SHARES, THE C1 ORDINARY SHARES AND THE C2 ORDINARY SHARES. D. THE A2 ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	C1	Number allotted	72500
	ORDINARY	Aggregate nominal value:	36250

Currency: **GBP**

Prescribed particulars

A. EVERY HOLDER OF C1 ORDINARY SHARES SHALL BE ENTITLED TO EXERCISE 5% OF THE TOTAL VOTES AT A GENERAL MEETING OF THE COMPANY PROVIDED THAT THE TOTAL VOTING RIGHTS HELD BY HOLDERS OF C1 ORDINARY SHARES SHALL NEVER EXCEED 25%. B. SUBJECT TO THE REDEMPTION IN FULL OF ALL PREFERENCE SHARES, TOGETHER WITH ALL ACCRUED AND/OR UNPAID AMOUNTS OF THE PREFERENCE DIVIDEND, THE C1 ORDINARY SHARES ARE ENTITLED TO PAYMENT OF DIVIDENDS RANKING EQUALLY TO A PAYMENT TO THE A1 ORDINARY SHARES, THE A2 ORDINARY SHARES, THE B ORDINARY SHARES AND THE C2 ORDINARY SHARES. C. ON A RETURN OF CAPITAL OR ON A WINDING UP, EACH HOLDER OF A PREFERENCE SHARE IS ENTITLED TO, IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, A SUM EQUAL TO THE ENTIRE NOMINAL AND PREMIUM AMOUNTS PAID UP ON SUCH PREFERENCE SHARES TOGETHER WITH THE AGGREGATE AMOUNT OF ALL ARREARS AND ACCRUALS (IF ANY) OF THE PREFERENCE DIVIDEND. ONCE THE PREFERENCE SHAREHOLDERS HAVE BEEN FULLY REPAID, THE C1 ORDINARY SHARES RANK EQUALLY WITH THE A1 ORDINARY SHARES, THE A2 ORDINARY SHARES, THE B ORDINARY SHARES AND THE C2 ORDINARY SHARES. D. THE C1 ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	C2	Number allotted	122791
	ORDINARY	Aggregate nominal value:	1227.91
Currency:	GBP		

Prescribed particulars

A. THE C2 ORDINARY SHARES CARRY NO VOTING RIGHTS. B. SUBJECT TO THE REDEMPTION IN FULL OF ALL PREFERENCE SHARES. TOGETHER WITH ALL ACCRUED AND/OR UNPAID AMOUNTS OF THE PREFERENCE DIVIDEND, THE C2 ORDINARY SHARES ARE ENTITLED TO PAYMENT OF DIVIDENDS RANKING EQUALLY TO A PAYMENT TO THE A1 ORDINARY SHARES, THE A2 ORDINARY SHARES. THE B ORDINARY SHARES AND THE C2 ORDINARY SHARES. C. ON A RETURN OF CAPITAL OR ON A WINDING UP EACH HOLDER OF A PREFERENCE SHARE IS ENTITLED TO, IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, A SUM EQUAL TO THE ENTIRE NOMINAL AND PREMIUM AMOUNTS PAID UP ON SUCH PREFERENCE SHARES TOGETHER WITH THE AGGREGATE AMOUNT OF ALL ARREARS AND ACCRUALS (IF ANY) OF THE PREFERENCE DIVIDEND. ONCE THE PREFERENCE SHAREHOLDERS HAVE BEEN FULLY REPAID. THE C2 ORDINARY SHARES RANK EQUALLY WITH THE A1 ORDINARY SHARES, THE A2 ORDINARY SHARES, THE B ORDINARY SHARES AND THE C1 ORDINARY SHARES, THE . D. THE C2 ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	E	Number allotted	196988
	ORDINARY	Aggregate nominal value:	1969.88
Currency:	GBP		

Prescribed particulars

A. THE E ORDINARY SHARES CARRY NO VOTING RIGHTS. B. SUBJECT TO THE REDEMPTION IN FULL OF ALL PREFERENCE SHARES, TOGETHER WITH ALL ACCRUED AND/OR UNPAID AMOUNTS OF THE PREFERENCE DIVIDEND, THE E ORDINARY SHARES ARE ENTITLED TO THE PAYMENT OF THE FIXED E SHARE RETURN C. ON A RETURN OF CAPITAL OR ON A WINDING UP EACH HOLDER OF A PREFERENCE SHARE IS ENTITLED TO IN PRIORITY TO ANY PAYMENT TO THE HOLDS OF THE ORDINARY SHARES, A SUM EQUAL TO THE ENTIRE NOMINAL AND PREMIUM AMOUNTS PAID UP ON SUCH PREFERENCE SHARES TOGETHER WITH THE AGGREGATE AMOUNT OF ALL ARREARS AND ACCRUALS (IF ANY) OF THE PREFERENCE DIVIDEND. ONCE THE PREFERENCE SHAREHOLDERS HAVE BEEN FULLY REPAID, THE D ORDINARY SHAREHOLDERS ARE ENTITLED TO AN AGGREGATE AMOUNT EQUAL TO THE FIXED D SHARE RETURN AND THE E ORDINARY SHAREHOLDERS ARE ENTITLED TO THE FIXED E SHARE CAPITAL RETURN. THE E ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	PREFERENCE	Number allotted	86229723
Currency:	GBP	Aggregate nominal value:	8622.9723

Prescribed particulars

A. THE PREFERENCE SHARES CARRY NO VOTING RIGHTS. B. EACH PREFERENCE SHARE SHALL ACCRUE (WITHOUT RESOLUTION OF THE BOARD OR OF THE COMPANY IN GENERAL MEETING AND BEFORE APPLICATION OF ANY PROFITS TO RESERVE OR FOR ANY OTHER PURPOSE) A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT THE ANNUAL RATE OF 10% OF A SUM EQUAL TO THE ENTIRE NOMINAL AND PREMIUM AMOUNTS PAID UP ON SUCH PREFERENCE SHARE PER PREFERENCE SHARE COMPOUNDED ANNUALLY FROM THE ISSUE DATE. C. ON A RETURN OF CAPITAL OR ON A WINDING UP, EACH HOLDER OF A PREFERENCE SHARE IS ENTITLED TO, IN PRIORITY TO ANY PAYMENT TO THE HOLDERS OF THE ORDINARY SHARES, A SUM EQUAL TO THE ENTIRE NOMINAL AND PREMIUM AMOUNTS PAID UP ON SUCH PREFERENCE SHARES TOGETHER WITH THE AGGREGATE AMOUNT OF ALL ARREARS AND ACCRUALS (IF ANY) OF THE PREFERENCE DIVIDEND. D. THE PREFERENCE SHARES ARE REDEEMABLE (A) ON THE EARLIER OF (I) AN 'EXIT' (AS DEFINED IN THE ARTICLES) AND (II) 31 DECEMBER 2028; AND (B) AT THE OPTION OF THE COMPANY (ACTING WITH INVESTOR CONSENT).

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	88179916
		Total aggregate nominal value:	63649.9023
		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.