



SH01

Return of allotment of shares



Companies House

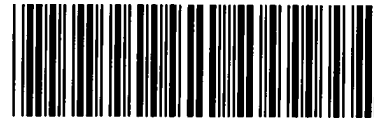


Go online to file this information

www.gov.uk/companieshouse

✓ What this form is for
You may use this form to give notice of shares allotted following incorporation.

✗ What this form is for
You cannot use this form to give notice of shares taken on formation of the company for an allotment of shares by an unlimited company.



AA4NWF8A

A07

17/05/2021

#276

COMPANIES HOUSE

1 Company details

Company number 1 1 2 0 0 9 7 7

Company name in full TICKR LTD

→ Filling in this form
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Allotment dates

From Date 2 4 0 2 2 0 2 1
To Date 0 1 0 3 2 0 2 1

① Allotment date
If all shares were allotted on the same day enter that date in the 'from date' box. If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes.

3 Shares allotted

Please give details of the shares allotted, including bonus shares.
(Please use a continuation page if necessary.)

② Currency
If currency details are not completed we will assume currency is in pound sterling.

Currency ②	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
GBP	SEED SHARES	297,331	0.0001	0.7567	NIL
GBP	ORDINARY SHARES	33,037	0.0001	0.7567	NIL

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.

Continuation page
Please use a continuation page if necessary.

Details of non-cash consideration.

If a PLC, please attach valuation report (if appropriate)

SH01

Return of allotment of shares

4

Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency <small>Complete a separate table for each currency</small>	Class of shares <small>E.g. Ordinary/Preference etc</small>	Number of shares	Aggregate nominal value (£, €, \$, etc) <small>Number of shares issued multiplied by nominal value</small>	Total aggregate amount unpaid, if any (£, €, \$, etc) <small>Including both the nominal value and any share premium</small>
Currency table A				
GBP	ORDINARY SHARES	14,123,802	1,412.3802	
GBP	SEED SHARES	3,451,739	345.1739	
Totals		17,575,541	1,757.5541	NIL

Currency table B				
Totals				

Currency table C				
Totals				

Totals (including continuation pages)

Total number of shares	Total aggregate nominal value ^❶	Total aggregate amount unpaid ^❶
17,575,541	1,757.5541	NIL

^❶ Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

SH01

Return of allotment of shares

5

Statement of capital (prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 4**.

Class of share

ORDINARY SHARES

Prescribed particulars

1

Please see continuation page.

Class of share

SEED SHARES

Prescribed particulars

1

Please see continuation page.

Class of share

Prescribed particulars

1

1 Prescribed particulars of rights attached to shares

The particulars are:

- a particulars of any voting rights, including rights that arise only in certain circumstances;
- b particulars of any rights, as respects dividends, to participate in a distribution;
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

Continuation page

Please use a Statement of Capital continuation page if necessary.

6

Signature

I am signing this form on behalf of the company.

Signature

Signature

X

DocuSigned by:

Tom McGillycuddy

098C8FAD28E44EA...

X

2 Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

3 Person authorised

Under either section 270 or 274 of the Companies Act 2006.

This form may be signed by:

Director 2, Secretary, Person authorised 3, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

In accordance with
Section 555 of the
Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	ORDINARY SHARES	
Prescribed particulars	<p>The Ordinary Shares confer 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.</p> <p>Any dividends that may be paid or distributed are to be paid to the holders of Equity Shares (as defined in the Articles) <i>pari passu</i> as if the Equity Shares constituted one class of share, <i>pro rata</i> to their respective holdings of Equity Shares.</p> <p>On a distribution of assets, a liquidation, dissolution, winding up or a return of capital (except upon a conversion or redemption of shares of any class or the purchase of Shares) the surplus assets of the Company, after the payment of its liabilities (the Distributable Funds), shall be paid in the following order of priority:</p> <p>(a) firstly, in paying to the holders of the Seed Shares an amount equal to the higher of (i) the Acquisition Amount (as defined in the Articles) of the Seed Shares and if there are insufficient Distributable Funds to pay the amounts per share equal to the Acquisition Amount, then such Distributable Funds shall be distributed to the holders of the Seed Shares <i>pro rata</i> to the Acquisition Amount in relation to the Seed Shares they hold; or (ii) the amount which would be payable to the holders of the Seed Shares if the Distributable Funds were distributed among all Equity Shareholders (as defined in the Articles) <i>pro rata</i> to the number of Equity Shares held, as if the Ordinary Shares and the Seed Shares represented a single class of share; and</p> <p>(b) secondly, the balance of the Distributable Funds (if any) shall be distributed among the holders of the Ordinary Shares <i>pro rata</i> to the number of Shares held.</p> <p>On a Share Sale (as defined in the Articles), any Proceeds of Sale (as defined in the Articles) shall be distributed in the order set out in (a) and (b) above as if they were Distributable Funds. Prior to any such distribution, the holders of the Deferred Shares (as defined in the Articles) shall be entitled to receive £1 in aggregate but no further proceeds or payment.</p> <p>The Ordinary Shares are non-redeemable</p>	

In accordance with
Section 555 of the
Companies Act 2006.

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	SEED SHARES	
Prescribed particulars	<p>The Seed Shares confer 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.</p> <p>Any dividends that may be paid or distributed are to be paid to the holders of Equity Shares (as defined in the Articles) pari passu as if the Equity Shares constituted one class of share, pro rata to their respective holdings of Equity Shares.</p> <p>On a distribution of assets, a liquidation, dissolution, winding up or a return of capital (except upon a conversion or redemption of shares of any class or the purchase of Shares) the surplus assets of the Company, after the payment of its liabilities (the Distributable Funds), shall be paid in the following order of priority:</p> <p>(a) firstly, in paying to the holders of the Seed Shares an amount equal to the higher of (i) the Acquisition Amount (as defined in the Articles) of the Seed Shares and if there are insufficient Distributable Funds to pay the amounts per share equal to the Acquisition Amount, then such Distributable Funds shall be distributed to the holders of the Seed Shares pro rata to the Acquisition Amount in relation to the Seed Shares they hold; or (ii) the amount which would be payable to the holders of the Seed Shares if the Distributable Funds were distributed among all Equity Shareholders (as defined in the Articles) pro rata to the number of Equity Shares held, as if the Ordinary Shares and the Seed Shares represented a single class of share; and</p> <p>(b) secondly, the balance of the Distributable Funds (if any) shall be distributed among the holders of the Ordinary Shares pro rata to the number of Shares held.</p> <p>On a Share Sale (as defined in the Articles), any Proceeds of Sale (as defined in the Articles) shall be distributed in the order set out in (a) and (b) above as if they were Distributable Funds. Prior to any such distribution, the holders of the Deferred Shares (as defined in the Articles) shall be entitled to receive £1 in aggregate but no further proceeds or payment.</p> <p>The Seed Shares are non-redeemable.</p>	

SH01

Return of allotment of shares

**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Lisle Gannon

Company name

Marriott Harrison LLP

Address

11 Staple Inn

Post town

County/Region

Postcode

W C 1 V 7 Q H

Country

United Kingdom

DX

Telephone

020 7209 2089

**Checklist**

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have shown the date(s) of allotment in section 2.
- ☐ You have completed all appropriate share details in section 3.
- ☐ You have completed the relevant sections of the statement of capital.
- ☐ You have signed the form.

**Important information**

Please note that all information on this form will appear on the public record.

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

**Further information**

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse