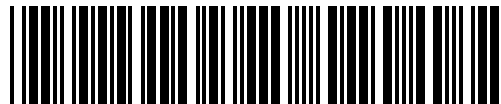


**Return of Allotment of Shares**Company Name: **Vescor Group Limited**Company Number: **11468710**Received for filing in Electronic Format on the: **06/10/2022**

XBE13456

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	28/09/2022	28/09/2022

Class of Shares:	SERIES A	Number allotted	671
Currency:	GBP	Nominal value of each share	0.01
		Amount paid:	796.4
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	B	Number allotted	7335
	SHARES	Aggregate nominal value:	73.35
Currency:	GBP		

Prescribed particulars

A. VOTING RIGHTS - NO VOTING RIGHTS.B. DIVIDEND RIGHTS - NO RIGHTS TO DIVIDENDS.C. DISTRIBUTION RIGHTS - ON A WINDING-UP OR A RETURN OF CAPITAL, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "SURPLUS ASSETS") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING MANNER AND ORDER OR PRIORITY: (A) FIRSTLY, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES; AND(B) SECONDLY, IN PAYING THE REMAINING SURPLUS ASSETS PARI PASSU TO THE HOLDERS OF THE ORDINARY SHARES AND GENERATE SHARES (TOGETHER THE "EQUITY HOLDERS") AS ONE CLASS, PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SUCH SHARES, SUBJECT TO THE APPLICATION OF ARTICLES 5.2 AND 5.3.IF THE IRR ACHIEVED BY THE SERIES A SHAREHOLDERS WOULD, PRIOR TO THE RE-DISTRIBUTION PURSUANT TO THIS ARTICLE 5.2, BE MORE THAN 12 PER CENT AT THE DATE OF DISTRIBUTION OF THE SURPLUS ASSETS (SUCH 12% IRR BEING THE "HURDLE"), THE AMOUNT OF SURPLUS ASSETS TO BE DISTRIBUTED PURSUANT TO ARTICLE 5.1(B) SHALL, SUBJECT TO ARTICLE 5.3, BE RE-DISTRIBUTED ACCORDING TO THE MOIC THAT WOULD BE ACHIEVED BY THE SERIES A SHAREHOLDERS AS AT THE DATE OF DISTRIBUTION OF THE SURPLUS ASSETS, ALL AS SET OUT IN ARTICLE 5.2.D. REDEMPTION - THE SHARES ARE NON REDEEMABLE.

Class of Shares:	GENERATE	Number allotted	17084
Currency:	GBP	Aggregate nominal value:	170.84
Prescribed particulars			

A. VOTING RIGHTS - ALL SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. THE VOTING RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION.

B. DIVIDEND RIGHTS - IN RESPECT TO ANY FINANCIAL YEAR, THE COMPANY'S AVAILABLE PROFITS WILL BE APPLIED AS SET OUT IN THIS ARTICLE 4 PROVIDED THAT THE COMPANY SHALL PROCURE THAT THE APPLICATION OF THE COMPANY'S AVAILABLE PROFITS SHALL COMPLY WITH ANY COVENANTS UNDER ANY FINANCE AGREEMENTS WHICH ANY MEMBER OF THE GROUP MAY BE PARTY TO. SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF THE SAME ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE SHAREHOLDERS (EXCLUDING B SHAREHOLDERS IN RESPECT OF THEIR B SHARES) TO GIVE EFFECT TO THE ORDER OF PRIORITY AND ALLOCATIONS SET OUT IN ARTICLES 5.1 AND 5.3 (EXCLUDING ANY B SHARES). SUBJECT TO THE ACT AND THESE ARTICLES, THE BOARD MAY PAY INTERIM DIVIDENDS IF JUSTIFIED BY THE AVAILABLE PROFITS IN RESPECT OF THE RELEVANT PERIOD PROVIDED SUCH INTERIM DIVIDENDS WILL BE DISTRIBUTED IN THE MANNER AND TO GIVE EFFECT TO THE ORDER OF PRIORITY AND ALLOCATIONS SET OUT IN ARTICLES 5.1 AND 5.3 (EXCLUDING ANY B SHARES).

C. DISTRIBUTION RIGHTS - ON A WINDING-UP OR A RETURN OF CAPITAL, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "SURPLUS ASSETS") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING MANNER AND ORDER OR PRIORITY: (A) FIRSTLY, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES; AND (B) SECONDLY, IN PAYING THE REMAINING SURPLUS ASSETS PARI PASSU TO THE HOLDERS OF THE ORDINARY SHARES AND GENERATE SHARES (TOGETHER THE "EQUITY HOLDERS") AS ONE CLASS, PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SUCH SHARES, SUBJECT TO THE APPLICATION OF ARTICLES 5.2 AND 5.3. IF THE IRR ACHIEVED BY THE SERIES A SHAREHOLDERS WOULD, PRIOR TO THE RE-DISTRIBUTION PURSUANT TO THIS ARTICLE 5.2, BE MORE THAN 12 PER CENT AT THE DATE OF DISTRIBUTION OF THE SURPLUS ASSETS (SUCH 12% IRR BEING THE "HURDLE"), THE AMOUNT OF SURPLUS ASSETS TO BE DISTRIBUTED PURSUANT TO ARTICLE 5.1(B) SHALL, SUBJECT TO ARTICLE 5.3, BE RE-DISTRIBUTED ACCORDING TO THE MOIC THAT WOULD BE ACHIEVED BY THE SERIES A SHAREHOLDERS AS AT THE DATE OF DISTRIBUTION OF THE SURPLUS ASSETS, ALL AS SET OUT IN ARTICLE 5.2.

D. REDEMPTION - THE SHARES ARE NON REDEEMABLE.

Class of Shares: ORDINARY

Number allotted

13828

Currency: **GBP**

Aggregate nominal value:

138.28

Prescribed particulars

A. VOTING RIGHTS - ALL SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. THE VOTING RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION.

B. DIVIDEND RIGHTS - IN RESPECT TO ANY FINANCIAL YEAR, THE COMPANY'S AVAILABLE PROFITS WILL BE APPLIED AS SET OUT IN THIS ARTICLE 4 PROVIDED THAT THE COMPANY SHALL PROCURE THAT THE APPLICATION OF THE COMPANY'S AVAILABLE PROFITS SHALL COMPLY WITH ANY COVENANTS UNDER ANY FINANCE AGREEMENTS WHICH ANY MEMBER OF THE GROUP MAY BE PARTY TO. SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF THE SAME ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE SHAREHOLDERS (EXCLUDING B SHAREHOLDERS IN RESPECT OF THEIR B SHARES) TO GIVE EFFECT TO THE ORDER OF PRIORITY AND ALLOCATIONS SET OUT IN ARTICLES 5.1 AND 5.3 (EXCLUDING ANY B SHARES). SUBJECT TO THE ACT AND THESE ARTICLES, THE BOARD MAY PAY INTERIM DIVIDENDS IF JUSTIFIED BY THE AVAILABLE PROFITS IN RESPECT OF THE RELEVANT PERIOD PROVIDED SUCH INTERIM DIVIDENDS WILL BE DISTRIBUTED IN THE MANNER AND TO GIVE EFFECT TO THE ORDER OF PRIORITY AND ALLOCATIONS SET OUT IN ARTICLES 5.1 AND 5.3 (EXCLUDING ANY B SHARES).

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D. REDEMPTION - THE SHARES ARE NON REDEEMABLE.

Class of Shares: PREFERRED

Number allotted

8884

ORDINARY

Aggregate nominal value:

88.84

Currency: **GBP**

Prescribed particulars

A. VOTING RIGHTS - ALL SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. THE VOTING RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION.

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D. REDEMPTION - THE SHARES ARE NON REDEEMABLE.

Class of Shares:	SERIES	Number allotted	9686
	A	Aggregate nominal value:	96.86
Currency:	GBP		
Prescribed particulars			

A. VOTING RIGHTS - ALL SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. THE VOTING RIGHTS ARE MORE PARTICULARLY DESCRIBED IN THE ARTICLES OF ASSOCIATION.

B. DIVIDEND RIGHTS - IN RESPECT TO ANY FINANCIAL YEAR, THE COMPANY'S AVAILABLE PROFITS WILL BE APPLIED AS SET OUT IN THIS ARTICLE 4 PROVIDED THAT THE COMPANY SHALL PROCURE THAT THE APPLICATION OF THE COMPANY'S AVAILABLE PROFITS SHALL COMPLY WITH ANY COVENANTS UNDER ANY FINANCE AGREEMENTS WHICH ANY MEMBER OF THE GROUP MAY BE PARTY TO. SUBJECT TO THE BOARD RECOMMENDING PAYMENT OF THE SAME ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED TO THE SHAREHOLDERS (EXCLUDING B SHAREHOLDERS IN RESPECT OF THEIR B SHARES) TO GIVE EFFECT TO THE ORDER OF PRIORITY AND ALLOCATIONS SET OUT IN ARTICLES 5.1 AND 5.3 (EXCLUDING ANY B SHARES). SUBJECT TO THE ACT AND THESE ARTICLES, THE BOARD MAY PAY INTERIM DIVIDENDS IF JUSTIFIED BY THE AVAILABLE PROFITS IN RESPECT OF THE RELEVANT PERIOD PROVIDED SUCH INTERIM DIVIDENDS WILL BE DISTRIBUTED IN THE MANNER AND TO GIVE EFFECT TO THE ORDER OF PRIORITY AND ALLOCATIONS SET OUT IN ARTICLES 5.1 AND 5.3 (EXCLUDING ANY B SHARES).

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D. REDEMPTION - THE SHARES ARE NON REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	56817
		Total aggregate nominal value:	568.17
		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.