

**Return of Allotment of Shares**Company Name: **Travel Content Limited**Company Number: **11504751**Received for filing in Electronic Format on the: **12/11/2018**

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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	27/09/2018	27/09/2018

Class of Shares:	A	Number allotted	2133048
	PREFERENCE	Nominal value of each share	0.0001
Currency:	GBP	Amount paid:	1.0
		Amount unpaid:	0.0

Non-cash consideration

**THE TRANSFER OF THE ALLOTTEE'S RESPECTIVE LOAN NOTES IN VOLANTI MEDIA
(HOLDINGS) LIMITED**

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	100
	ORDINARY	Aggregate nominal value:	1

Currency: **GBP**

Prescribed particulars

VOTING: THE A ORDINARY SHARES AS A CLASS SHALL BE ENTITLED TO THE BALANCE OF THE VOTING RIGHTS ATTACHING TO ALL ORDINARY SHARES (WHICH SHALL UNDER NO CIRCUMSTANCES CONSTITUTE LESS THAN 80% OF SUCH VOTING RIGHTS) AFTER TAKING ACCOUNT OF THE VOTING RIGHTS OF THE B ORDINARY SHARES AND THE C ORDINARY SHARES, SUCH VOTING RIGHTS TO BE HELD BY THE HOLDERS OF THE A ORDINARY SHARES PRO-RATA TO THE NUMBER OF A ORDINARY SHARES HELD DIVIDENDS: AFTER THE PREFERENCE SHARE RETURN, AND TAKING ACCOUNT OF THE DIVIDEND RIGHTS OF THE B ORDINARY SHARES AND THE C ORDINARY SHARES, THE BALANCE OF ANY DIVIDEND IS TO BE PAID TO THE HOLDERS OF THE A ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES HELD. CAPITAL RIGHTS: (A) AFTER DISTRIBUTION OF THE CAPITAL RIGHTS OF THE PREFERENCE SHARES, A PREFERENCE SHARES AND B PREFERENCE SHARES, THE HOLDERS OF THE A ORDINARY SHARES ARE ENTITLED TO THE ISSUE PRICE . THIS RIGHT RANKS EQUALLY WITH THE RIGHT OF THE HOLDERS OF THE B ORDINARY SHARES, C ORDINARY SHARES AND THE HOLDERS OF THE GROWTH SHARES WHO ARE NOT LEAVERS TO RECEIVE THE ISSUE PRICE OF THEIR SHARES; (B) AFTER THE DISTRIBUTIONS IN (A) ABOVE AND TAKING ACCOUNT OF THE CAPITAL RIGHTS OF THE B ORDINARY SHARES, THE C ORDINARY SHARES AND THE GROWTH SHARES, THE BALANCE OF THE CAPITAL DISTRIBUTIONS IS TO BE PAID TO THE HOLDERS OF THE A ORDINARY SHARES PRO RATA TO THE NUMBER OF A ORDINARY SHARES HELD.

Class of Shares:	A	Number allotted	19573913
	PREFERENCE	Aggregate nominal value:	1957.3913

Currency: **GBP**

Prescribed particulars

VOTING: THE A PREFERENCE SHARES DO NOT CARRY ANY VOTING RIGHTS. DIVIDENDS: THE HOLDERS OF THE A PREFERENCE SHARES SHALL BE ENTITLED TO A FIXED, CUMULATIVE, PREFERENTIAL COUPON PER A PREFERENCE SHARE HELD EQUAL TO 7% OF THE ISSUE PRICE OF THE RELEVANT A PREFERENCE SHARE HELD (A/B PREFERENCE

SHARE RETURN) WHICH SHALL ACCRUE ON EACH RELEVANT A PREFERENCE SHARE HELD ON A DAILY BASIS AND COMPOUND ANNUALLY FROM THE DATE OF ISSUE. THE ACCRUED A/B PREFERENCE SHARE RETURN SHALL BE PAID ON AN EXIT EVENT UNLESS THE BOARD DETERMINES OTHERWISE WITH MAJORITY SHAREHOLDER CONSENT (AS DEFINED IN THE ARTICLES) CAPITAL RIGHTS: THE HOLDERS OF THE A PREFERENCE SHARES ARE ENTITLED (AFTER THE PRIORITY CAPITAL RIGHTS OF THE PREFERENCE SHARES BUT AS A PRIORITY TO OTHER SHARE CLASSES) IN RESPECT OF THE PROCEEDS OF LIQUIDATION OR PROCEEDS OF SALE (AS THE CASE MAY BE) IN RESPECT OF EACH A PREFERENCE SHARE HELD THE ISSUE PRICE OF THAT PREFERENCE SHARE AND ANY ACCRUED A/B PREFERENCE SHARE RETURN AND, IF THERE IS A SHORTFALL IN THE PROCEEDS OF LIQUIDATION OR PROCEEDS OF SALE, SUCH DISTRIBUTION SHALL BE PRO RATA TO THE AGGREGATE AMOUNTS DUE ON EACH SUCH A PREFERENCE SHARE HELD. THESE RIGHTS RANK EQUALLY WITH THE CAPITAL RIGHTS OF THE B PREFERENCE SHARES.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	19574013
		Total aggregate nominal value:	1958.3913
		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.