

**Return of Allotment of Shares**Company Name: **Zephr Inc Limited**Company Number: **11645431**Received for filing in Electronic Format on the: **18/05/2022**

XB49PIM9

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	05/05/2022	05/05/2022

Class of Shares:	C ORDINARY	Number allotted	95
Currency:	GBP	Nominal value of each share	0.01
		Amount paid:	0.72
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	B	Number allotted	8356
	ORDINARY	Aggregate nominal value:	83.56
Currency:	GBP		

Prescribed particulars

THE SHARES DO NOT CONFER ANY VOTING RIGHTS OR RIGHTS TO DIVIDENDS AS SET OUT IN ARTILE 4. THE B ORDINARY SHARES {ALONGSIDE THE ORDINARY SHARES) RANK BEHIND THE SERIES SEED PREFERRED SHARES ON THE DISTRIBUTION OF ASSETS IN LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SHARES DO NOT CONFER ANY RIGHT OF REDEMPTION.

Class of Shares:	C	Number allotted	95
	ORDINARY	Aggregate nominal value:	0.95
Currency:	GBP		

Prescribed particulars

THE C ORDINARY SHARES £0.01 EACH (“C ORDINARY SHARES”) HAVE ATTACHED TO THEM THE FOLLOWING RIGHTS: (1) VOTING: THE C ORDINARY SHARES SHALL CONFER ON EACH HOLDER THEREOF 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. (2) DIVIDENDS: THE C ORDINARY SHARES HAVE ATTACHED TO THEM FULL DIVIDEND RIGHTS. (3) CAPITAL DISTRIBUTION: ON A DISTRIBUTION OF ASSETS ON LIQUIDATION OR A RETURN OF CAPITAL, BE DISTRIBUTED AS FOLLOWS (I) FIRST IN PAYING TO EACH OF THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (II) SECOND, IN PAYING TO EACH OF THE HOLDERS OF SERIES A PREFERRED SHARES AN AMOUNT PER SERIES A PREFERRED SHARE HELD EQUAL TO THE GREATER OF THE RELEVANT AMOUNT AND THE AMOUNT THAT WOULD HAVE BEEN PAYABLE IF SUCH SERIES A PREFERRED SHARES HAD BEEN CONVERTED INTO ORDINARY SHARES (III) THIRD, IN PAYING TO EACH OF THE HOLDERS OF THE SERIES SEED PREFERRED SHARES AN AMOUNT PER SERIES SEED PREFERRED SHARE HELD EQUAL TO THE GREATER OF THE RELEVANT AMOUNT AND THE AMOUNT THAT WOULD HAVE BEEN PAYABLE IF SUCH SERIES SEED PREFERRED SHARES HAD BEEN CONVERTED INTO ORDINARY SHARES (IV) THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE ORDINARY SHARES, B SHARES AND C SHARES. (4) REDEMPTION: THE C ORDINARY SHARES CONFER NO SPECIFIC RIGHTS OF REDEMPTION. (THE TERMS, “C ORDINARY SHARES” “SERIES A PREFERRED SHARES” “DEFERRED SHARES” “ORDINARY SHARES” “RELEVANT AMOUNT”, “SHARES” ARE DEFINED IN THE COMPANY’S ARTICLES OF ASSOCIATION).

Class of Shares:	ORDINARY	Number allotted	131179
Currency:	GBP	Aggregate nominal value:	1311.79

Prescribed particulars

- EACH ORDINARY SHARE CARRIES THE RIGHT TO ONE VOTE (ON A POLL) AND EACH HOLDER OF ORDINARY SHARES SHALL BE ENTITLED TO ONE VOTE (ON A SHOW OF HANDS). - THE ORDINARY SHARES CARRY THE RIGHT TO PARTICIPATE (PRO RATA) IN DIVIDENDS AND DISTRIBUTIONS (INCLUDING ON A WINDING UP). - THE ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	SERIES	Number allotted	61337
	A	Aggregate nominal value:	613.37
	PREFERRED		

Currency: **GBP**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; THEY DO NOT CONFER ANY RIGHT OF REDEMPTION. AS SET OUT IN ARTICLE 4, THE SERIES A PREFERRED SHARES RANK ABOVE THE SERIES SEED PREFERRED SHARES AND THE ORDINARY SHARES ON THE DISTRIBUTION OF ASSETS IN LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES).

Class of Shares:	SERIES	Number allotted	58004
	SEED	Aggregate nominal value:	580.04
	PREFERRED		

Currency: **GBP**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS: THEY DO NOT CONFER ANY RIGHT OF REDEMPTION AS SET OUT IN ARTICLE 4, THE SERIES SEED PREFERRED SHARES RANK ABOVE THE ORDINARY SHARES ON THE DISTRIBUTE OF ASSETS IN LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES)

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	258971
		Total aggregate nominal value:	2589.71
		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.