

**Return of Allotment of Shares**Company Name: **Net Purpose Ltd**Company Number: **11725899**Received for filing in Electronic Format on the: **30/04/2024**

XD257EFV

Shares Allotted (including bonus shares)Date or period during which
shares are allottedFrom
25/01/2024To
08/03/2024**Class of Shares: ORDINARY**Number allotted **34011**Currency: **GBP**Nominal value of each share **0.0001**Amount paid: **0.0001**Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	1199461
Currency:	GBP	Aggregate nominal value:	119.9461

Prescribed particulars

VOTING RIGHTS - UNLESS SUSPENDED THE ORDINARY SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER ORDINARY SHARE HELD. DIVIDEND RIGHTS - EACH ORDINARY SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. DISTRIBUTION RIGHTS ON A LIQUIDATION OR A RETURN OF CAPITAL – THE SURPLUS ASSETS ON A RETURN OF CAPITAL SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES A TOTAL OF £1.00; (II) SECOND IN PAYING TO EACH HOLDER OF SERIES A PREFERRED SHARES, AN AMOUNT EQUAL TO THE GREATER OF: (A) THE PREFERENCE AMOUNT, AND (B) SUCH AMOUNT AS IT WOULD HAVE RECEIVED IN RESPECT OF SUCH SERIES A PREFERRED SHARE IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS; (III) THIRD IN PAYING TO EACH HOLDER OF SERIES SEED SHARES AN AMOUNT PER SERIES SEED SHARE HELD EQUAL TO THE GREATER OF: (A) THE PREFERENCE AMOUNT, AND (B) SUCH AMOUNT AS IT WOULD HAVE RECEIVED IN RESPECT OF SUCH SERIES SEED SHARE IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS; AND (IV) THE BALANCE AMONG THE HOLDERS OF THE SERIES A ORDINARY SHARES AND THE ORDINARY SHARES (AS IF THEY CONSTITUTED ONE CLASS) PRO RATA. REDEEMABLE SHARES - THE ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	SERIES	Number allotted	12469
	A	Aggregate nominal value:	1.2469
	ORDINARY		
Currency:	GBP		

Prescribed particulars

VOTING RIGHTS – SERIES A ORDINARY SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SERIES A ORDINARY SHARE HELD. DIVIDEND RIGHTS - EACH SERIES A ORDINARY SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. DISTRIBUTION RIGHTS ON A LIQUIDATION OR A RETURN OF CAPITAL – THE SURPLUS ASSETS ON A RETURN OF CAPITAL SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES A TOTAL OF £1.00; (II) SECOND IN PAYING TO EACH HOLDER OF SERIES A PREFERRED SHARES, AN AMOUNT EQUAL TO THE GREATER OF: (A) THE PREFERENCE AMOUNT, AND (B) SUCH AMOUNT AS IT WOULD HAVE RECEIVED IN RESPECT OF SUCH SERIES A PREFERRED SHARE IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS; (III) THIRD IN PAYING TO EACH HOLDER OF SERIES SEED SHARES AN AMOUNT PER SERIES SEED SHARE HELD EQUAL TO THE GREATER OF: (A) THE PREFERENCE AMOUNT, AND (B) SUCH AMOUNT AS IT WOULD HAVE RECEIVED IN RESPECT OF SUCH SERIES SEED SHARE IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS; AND (IV) THE BALANCE AMONG THE HOLDERS OF THE SERIES A ORDINARY SHARES AND THE ORDINARY SHARES (AS IF THEY CONSTITUTED ONE CLASS) PRO RATA. REDEEMABLE SHARES - THE SERIES A ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	SERIES	Number allotted	173006
	A1	Aggregate nominal value:	17.3006
	PREFERRED		

Currency: **GBP**

Prescribed particulars

VOTING RIGHTS – SERIES A1 PREFERRED SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SERIES A1 PREFERRED SHARE HELD. DIVIDEND RIGHTS - EACH SERIES A1 PREFERRED SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. DISTRIBUTION RIGHTS ON A LIQUIDATION OR A RETURN OF CAPITAL – THE SURPLUS ASSETS ON A RETURN OF CAPITAL SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES A TOTAL OF £1.00; (II) SECOND IN PAYING TO EACH HOLDER OF SERIES A PREFERRED SHARES, AN AMOUNT EQUAL TO THE GREATER OF: (A) THE PREFERENCE AMOUNT, AND (B) SUCH AMOUNT AS IT WOULD HAVE RECEIVED IN RESPECT OF SUCH SERIES A PREFERRED SHARE IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS; (III) THIRD IN PAYING TO EACH HOLDER OF SERIES SEED SHARES AN AMOUNT PER SERIES SEED SHARE HELD EQUAL TO THE GREATER OF: (A) THE PREFERENCE AMOUNT, AND (B) SUCH AMOUNT AS IT WOULD HAVE RECEIVED IN RESPECT OF SUCH SERIES SEED SHARE IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS; AND (IV) THE BALANCE AMONG THE HOLDERS OF THE SERIES A ORDINARY SHARES AND THE ORDINARY SHARES (AS IF THEY CONSTITUTED ONE CLASS) PRO RATA. REDEEMABLE SHARES - THE SERIES A1 PREFERRED SHARES ARE NOT REDEEMABLE.

Class of Shares:	SERIES	Number allotted	1106100
	A2	Aggregate nominal value:	110.61
	PREFERRED		
Currency:	GBP		
Prescribed particulars			

VOTING RIGHTS – SERIES A2 PREFERRED SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SERIES A2 PREFERRED SHARE HELD. DIVIDEND RIGHTS - EACH SERIES A2 PREFERRED SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. DISTRIBUTION RIGHTS ON A LIQUIDATION OR A RETURN OF CAPITAL – THE SURPLUS ASSETS ON A RETURN OF CAPITAL SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES A TOTAL OF £1.00; (II) SECOND IN PAYING TO EACH HOLDER OF SERIES A PREFERRED SHARES, AN AMOUNT EQUAL TO THE GREATER OF: (A) THE PREFERENCE AMOUNT, AND (B) SUCH AMOUNT AS IT WOULD HAVE RECEIVED IN RESPECT OF SUCH SERIES A PREFERRED SHARE IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS; (III) THIRD IN PAYING TO EACH HOLDER OF SERIES SEED SHARES AN AMOUNT PER SERIES SEED SHARE HELD EQUAL TO THE GREATER OF: (A) THE PREFERENCE AMOUNT, AND (B) SUCH AMOUNT AS IT WOULD HAVE RECEIVED IN RESPECT OF SUCH SERIES SEED SHARE IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS; AND (IV) THE BALANCE AMONG THE HOLDERS OF THE SERIES A ORDINARY SHARES AND THE ORDINARY SHARES (AS IF THEY CONSTITUTED ONE CLASS) PRO RATA. REDEEMABLE SHARES – THE SERIES A2 PREFERRED SHARES ARE NOT REDEEMABLE.

Class of Shares:	SERIES	Number allotted	441711
	SEED	Aggregate nominal value:	44.1711
	PREFERRED		

Currency: GBP

Prescribed particulars

VOTING RIGHTS – SERIES SEED PREFERRED SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SERIES SEED PREFERRED SHARE HELD. DIVIDEND RIGHTS - EACH SERIES SEED PREFERRED SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. DISTRIBUTION RIGHTS ON A LIQUIDATION OR A RETURN OF CAPITAL – THE SURPLUS ASSETS ON A RETURN OF CAPITAL SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES A TOTAL OF £1.00; (II) SECOND IN PAYING TO EACH HOLDER OF SERIES A PREFERRED SHARES, AN AMOUNT EQUAL TO THE GREATER OF: (A) THE PREFERENCE AMOUNT, AND (B) SUCH AMOUNT AS IT WOULD HAVE RECEIVED IN RESPECT OF SUCH SERIES A PREFERRED SHARE IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS; (III) THIRD IN PAYING TO EACH HOLDER OF SERIES SEED SHARES AN AMOUNT PER SERIES SEED SHARE HELD EQUAL TO THE GREATER OF: (A) THE PREFERENCE AMOUNT, AND (B) SUCH AMOUNT AS IT WOULD HAVE RECEIVED IN RESPECT OF SUCH SERIES SEED SHARE IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AS IF THE EQUITY SHARES CONSTITUTED ONE AND THE SAME CLASS; AND (IV) THE BALANCE AMONG THE HOLDERS OF THE SERIES A ORDINARY SHARES AND THE ORDINARY SHARES (AS IF THEY CONSTITUTED ONE CLASS) PRO RATA. REDEEMABLE SHARES - THE SERIES SEED PREFERRED SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	2932747
		Total aggregate nominal value:	293.2747
		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.