

**Return of Allotment of Shares**Company Name: **GET THE LOWDOWN LTD**Company Number: **11739412**Received for filing in Electronic Format on the: **30/08/2022**

XBBHB9SO

**Shares Allotted (including bonus shares)**Date or period during which  
shares are allottedFrom  
**29/07/2022**To  
**12/08/2022****Class of Shares:** **SEED**Number allotted **11193**Currency: **GBP**Nominal value of each share **0.0001**Amount paid: **4.9134**Amount unpaid: **0**

No shares allotted other than for cash

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# Statement of Capital (Share Capital)

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Class of Shares:	ORDINARY	Number allotted	820000
Currency:	GBP	Aggregate nominal value:	82
Prescribed particulars			

EACH ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. THE ORDINARY SHARES, PRE-SEED SHARES AND SEED SHARES RANK EQUALLY FOR DIVIDENDS. ON A DISTRIBUTION OF ASSETS, A LIQUIDATION, DISSOLUTION, 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 IN THE FOLLOWING ORDER OF PRIORITY: 1. FIRST, IN PAYING A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (IF ANY); 2. SECOND, IN PAYING A SUM EQUAL TO £X (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE SEED WATERFALL AMOUNT OF ALL THE SEED SHARES IN ISSUE) TO BE DISTRIBUTED: (A) AS TO 0.01% TO THE HOLDERS OF THE ORDINARY SHARES AND PRE-SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES OR PRE-SEED SHARES HELD BY THEM; AND (B) AS TO THE REMAINDER, TO THE HOLDERS OF SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF SEED SHARES HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY £X, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE SEED SHARES, PRE-SEED SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENTS IN ACCORDANCE WITH THE ARTICLES; 3. THIRD, IN PAYING A SUM EQUAL TO £X (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE PRE-SEED WATERFALL AMOUNT OF ALL THE PRE-SEED SHARES IN ISSUE) TO BE DISTRIBUTED: (A) AS TO 0.01% TO THE HOLDERS OF THE ORDINARY SHARES AND SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES OR SEED SHARES HELD BY THEM; AND (B) AS TO THE REMAINDER, TO THE HOLDERS OF PRE-SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF PRE-SEED SHARES HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY £X, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE SEED SHARES, PRE-SEED SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENTS IN ACCORDANCE WITH THE ARTICLES; AND 4. THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) TO BE DISTRIBUTED: (A) AS TO 0.1% TO THE HOLDERS OF THE PRE-SEED SHARES AND SEED SHARES PRO RATA TO THE NUMBER OF PRE-SEED SHARES AND SEED SHARES HELD BY THEM; AND (B) AS TO THE REMAINDER, TO THE HOLDERS OF ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD BY THEM. THE ORDINARY SHARES ARE NON-REDEEMABLE.

Class of Shares:	PRE-SEED	Number allotted	301142
		Aggregate nominal value:	30.1142
Currency:	GBP		

**EACH PRE-SEED SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. THE ORDINARY SHARES, PRE-SEED SHARES AND SEED SHARES RANK EQUALLY FOR DIVIDENDS. ON A DISTRIBUTION OF ASSETS, A LIQUIDATION, DISSOLUTION, 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 IN THE FOLLOWING ORDER OF PRIORITY: 1. FIRST, IN PAYING A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (IF ANY); 2. SECOND, IN PAYING A SUM EQUAL TO £X (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE SEED WATERFALL AMOUNT OF ALL THE SEED SHARES IN ISSUE) TO BE DISTRIBUTED: (A) AS TO 0.01% TO THE HOLDERS OF THE ORDINARY SHARES AND PRE-SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES OR PRE-SEED SHARES HELD BY THEM; AND (B) AS TO THE REMAINDER, TO THE HOLDERS OF SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF SEED SHARES HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY £X, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE SEED SHARES, PRE-SEED SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENTS IN ACCORDANCE WITH THE ARTICLES; 3. THIRD, IN PAYING A SUM EQUAL TO £X (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE PRE-SEED WATERFALL AMOUNT OF ALL THE PRE-SEED SHARES IN ISSUE) TO BE DISTRIBUTED: (A) AS TO 0.01% TO THE HOLDERS OF THE ORDINARY SHARES AND SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES OR SEED SHARES HELD BY THEM; AND (B) AS TO THE REMAINDER, TO THE HOLDERS OF PRE-SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF PRE-SEED SHARES HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY £X, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE SEED SHARES, PRE-SEED SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENTS IN ACCORDANCE WITH THE ARTICLES; AND 4. THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) TO BE DISTRIBUTED: (A) AS TO 0.1% TO THE HOLDERS OF THE PRE-SEED SHARES AND SEED SHARES PRO RATA TO THE NUMBER OF PRE-SEED SHARES AND SEED SHARES HELD BY THEM; AND (B) AS TO THE REMAINDER, TO THE HOLDERS OF ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD BY THEM. THE PRE-SEED SHARES ARE NON-REDEEMABLE**

<b>Class of Shares:</b>	<b>SEED</b>	Number allotted	<b>419067</b>
<b>Currency:</b>	<b>GBP</b>	Aggregate nominal value:	<b>41.9067</b>

**EACH SEED SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. THE ORDINARY SHARES, PRE-SEED SHARES AND SEED SHARES RANK EQUALLY FOR DIVIDENDS. ON A DISTRIBUTION OF ASSETS, A LIQUIDATION, DISSOLUTION, 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 IN THE FOLLOWING ORDER OF PRIORITY: 1. FIRST, IN PAYING A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (IF ANY); 2. SECOND, IN PAYING A SUM EQUAL TO £X (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE SEED WATERFALL AMOUNT OF ALL THE SEED SHARES IN ISSUE) TO BE DISTRIBUTED: (A) AS TO 0.01% TO THE HOLDERS OF THE ORDINARY SHARES AND PRE-SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES OR PRE-SEED SHARES HELD BY THEM; AND (B) AS TO THE REMAINDER, TO THE HOLDERS OF SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF SEED SHARES HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY £X, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE SEED SHARES, PRE-SEED SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENTS IN ACCORDANCE WITH THE ARTICLES; 3. THIRD, IN PAYING A SUM EQUAL TO £X (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE PRE-SEED WATERFALL AMOUNT OF ALL THE PRE-SEED SHARES IN ISSUE) TO BE DISTRIBUTED: (A) AS TO 0.01% TO THE HOLDERS OF THE ORDINARY SHARES AND SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES OR SEED SHARES HELD BY THEM; AND (B) AS TO THE REMAINDER, TO THE HOLDERS OF PRE-SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF PRE-SEED SHARES HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY £X, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE SEED SHARES, PRE-SEED SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENTS IN ACCORDANCE WITH THE ARTICLES; AND 4. THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) TO BE DISTRIBUTED: (A) AS TO 0.1% TO THE HOLDERS OF THE PRE-SEED SHARES AND SEED SHARES PRO RATA TO THE NUMBER OF PRE-SEED SHARES AND SEED SHARES HELD BY THEM; AND (B) AS TO THE REMAINDER, TO THE HOLDERS OF ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD BY THEM. THE SEED SHARES ARE NON-REDEEMABLE.**

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>1540209</b>
		Total aggregate nominal value:	<b>154.0209</b>
		Total aggregate amount unpaid:	<b>0</b>

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### Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.