

**Return of Allotment of Shares**Company Name: **GET THE LOWDOWN LTD**Company Number: **11739412**Received for filing in Electronic Format on the: **07/07/2021**

XA89G323

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>06/07/2021</b>	

<b>Class of Shares:</b>	<b>PRE-SEED</b>	Number allotted	<b>170382</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.0001</b>
		Amount paid:	<b>2.6</b>
		Amount unpaid:	<b>0</b>

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 AND PRE-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 SUM EQUAL TO £X (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE SUM THAT HOLDERS OF PRE-SEED SHARES AS A CLASS WOULD RECEIVE IF EACH HOLDER OF PRE-SEED SHARES WERE TO RECEIVE AN AMOUNT PER PRE-SEED SHARE HELD THAT IS THE HIGHER OF (I) THE WATERFALL AMOUNT FOR THE PRE-SEED SHARES HELD BY THEM AND (II) THE AMOUNT PER PRE-SEED SHARE AS WOULD BE RECEIVED ON A PRO RATA DISTRIBUTION OF THE SURPLUS ASSETS AS THOUGH THE ORDINARY SHARES AND THE PRE-SEED SHARES WERE ONE CLASS OF SHARES) (THE “RELEVANT AMOUNT PER PRE-SEED SHARE”) TO BE DISTRIBUTED: 1.1. AS TO 0.01% TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD BY THEM; AND 1.2 AS TO THE REMAINDER TO THE HOLDERS OF THE PRE-SEED SHARES PRO RATA TO THE PROPORTION THAT THEIR RESPECTIVE AGGREGATE RELEVANT AMOUNT PER PRE-SEED SHARE REPRESENTS IN RELATION TO X, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY £X, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PRE-SEED SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENTS IN ACCORDANCE WITH THE ARTICLES CALCULATED AS IF SUCH SURPLUS ASSETS WERE AT LEAST EQUAL TO £X; AND 2. THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) TO BE DISTRIBUTED: 2.1 AS TO 0.1% TO THE HOLDERS OF THE PRE-SEED SHARES PRO RATA TO THE NUMBER OF PRE-SEED SHARES HELD BY THEM; AND 2.2 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.

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

Prescribed particulars

**EACH PRE-SEED SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. THE ORDINARY SHARES AND PRE-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 SUM EQUAL TO £X (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE SUM THAT HOLDERS OF PRE-SEED SHARES AS A CLASS WOULD RECEIVE IF EACH HOLDER OF PRE-SEED SHARES WERE TO RECEIVE AN AMOUNT PER PRE-SEED SHARE HELD THAT IS THE HIGHER OF (I) THE WATERFALL AMOUNT FOR THE PRE-SEED SHARES HELD BY THEM AND (II) THE AMOUNT PER PRE-SEED SHARE AS WOULD BE RECEIVED ON A PRO RATA DISTRIBUTION OF THE SURPLUS ASSETS AS THOUGH THE ORDINARY SHARES AND THE PRE-SEED SHARES WERE ONE CLASS OF SHARES) (THE “RELEVANT AMOUNT PER PRE-SEED SHARE”) TO BE DISTRIBUTED: 1.1. AS TO 0.01% TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD BY THEM; AND 1.2 AS TO THE REMAINDER TO THE HOLDERS OF THE PRE-SEED SHARES PRO RATA TO THE PROPORTION THAT THEIR RESPECTIVE AGGREGATE RELEVANT AMOUNT PER PRE-SEED SHARE REPRESENTS IN RELATION TO X, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY £X, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PRE-SEED SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENTS IN ACCORDANCE WITH THE ARTICLES CALCULATED AS IF SUCH SURPLUS ASSETS WERE AT LEAST EQUAL TO £X; AND 2. THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) TO BE DISTRIBUTED: 2.1 AS TO 0.1% TO THE HOLDERS OF THE PRE-SEED SHARES PRO RATA TO THE NUMBER OF PRE-SEED SHARES HELD BY THEM; AND 2.2 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.**

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>1121142</b>
		Total aggregate nominal value:	<b>112.1142</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.