

**Return of Allotment of Shares**Company Name: **FLOSS TOPCO LIMITED**Company Number: **11894200**Received for filing in Electronic Format on the: **08/01/2023**

XBUS8IER

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	20/12/2022	

Class of Shares:	A1	Number allotted	2000000000
	PREFERRED	Nominal value of each share	0.01
Currency:	GBP	Amount paid:	0.01
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	36984623
	ORDINARY	Aggregate nominal value:	36984.623
Currency:	GBP		

Prescribed particulars

VOTING – ENTITLED TO RECEIVE NOTICE OF, ATTEND, AND VOTE AT, GENERAL MEETINGS OF THE COMPANY. CAPITAL - THE TOTAL EQUITY PROCEEDS SHALL BE DISTRIBUTED IN THE FOLLOWING ORDER OF PRIORITY: (A) FIRST, TO EACH FIRST PRIORITY PREFERRED SHAREHOLDER, THE FIRST PRIORITY PREFERRED RETURN IN RESPECT OF EACH FIRST PRIORITY PREFERRED SHARE HELD BY SUCH SHAREHOLDER TOGETHER WITH AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE PAID OR CREDITED AS PAID ON SUCH FIRST PRIORITY PREFERRED SHARE (THE "FIRST PRIORITY PREFERRED AMOUNT") (OR, IF THE TOTAL EQUITY PROCEEDS ARE INSUFFICIENT FOR SUCH PAYMENT IN FULL, THEN SUCH AMOUNT AS DETERMINED BY THE PROPORTION WHICH SUCH SHAREHOLDER'S FIRST PRIORITY PREFERRED AMOUNT BEARS TO THE AGGREGATE OF EACH SUCH SHAREHOLDER'S FIRST PRIORITY PREFERRED AMOUNT); (B) SECOND, TO EACH SECOND PRIORITY PREFERRED SHAREHOLDER, THE SECOND PRIORITY PREFERRED RETURN IN RESPECT OF EACH SECOND PRIORITY PREFERRED SHARE HELD BY SUCH SHAREHOLDER TOGETHER WITH AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE PAID OR CREDITED AS PAID ON SUCH SECOND PRIORITY PREFERRED SHARE (THE "SECOND PRIORITY PREFERRED AMOUNT") (OR, IF THE TOTAL EQUITY PROCEEDS ARE INSUFFICIENT FOR SUCH PAYMENT IN FULL, THEN SUCH AMOUNT AS DETERMINED BY THE PROPORTION WHICH SUCH SHAREHOLDER'S SECOND PRIORITY PREFERRED AMOUNT BEARS TO THE AGGREGATE OF EACH SUCH SHAREHOLDER'S SECOND PRIORITY PREFERRED AMOUNT); AND (C) THIRD, IN DISTRIBUTING THE BALANCE AMONGST ALL THE ORDINARY SHAREHOLDERS IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD BY EACH SUCH SHAREHOLDER AND AS IF THEY WERE ALL HOLDERS OF SHARES OF THE SAME CLASS. DIVIDENDS - ALL DIVIDENDS SHALL BE DECLARED AND PAID ACCORDING TO THE AMOUNTS PAID UP ON THE SHARES ON WHICH THE DIVIDEND IS PAID. ALL DIVIDENDS SHALL BE APPORTIONED AND PAID PROPORTIONATELY TO THE AMOUNTS PAID UP ON THE SHARES DURING ANY PORTION OR PORTIONS OF THE PERIOD IN RESPECT OF WHICH THE DIVIDEND IS PAID; BUT, IF ANY SHARE IS ISSUED ON TERMS PROVIDING THAT IT SHALL RANK FOR DIVIDEND AS FROM A PARTICULAR DATE, THAT SHARE SHALL RANK FOR DIVIDEND ACCORDINGLY.

Class of Shares:	B	Number allotted	15504506
	ORDINARY	Aggregate nominal value:	15504.506
Currency:	GBP		

Prescribed particulars

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Class of Shares:	C	Number allotted	11501297
	ORDINARY	Aggregate nominal value:	11501.297
Currency:	GBP		

Prescribed particulars

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Class of Shares:	A	Number allotted	3661477603
	PREFERRED	Aggregate nominal value:	3661477.603
Currency:	GBP		

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Class of Shares:	B	Number allotted	1534946041
	PREFERRED	Aggregate nominal value:	1534946.041
Currency:	GBP		

Prescribed particulars

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Class of Shares:	A1	Number allotted	2000000000
	PREFERRED	Aggregate nominal value:	20000000
Currency:	GBP		

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Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	7260414070
		Total aggregate nominal value:	25260414.07
		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.