

**Return of Allotment of Shares**Company Name: **MERITAS SCIENTIFIC HOLDINGS LIMITED**Company Number: **12086431**Received for filing in Electronic Format on the: **04/01/2022**

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**Shares Allotted (including bonus shares)**Date or period during which  
shares are allottedFrom  
**03/12/2021**

To

**Class of Shares: A ORDINARY**Currency: **GBP**Number allotted **1**Nominal value of each share **0.01**Amount paid: **103303226**Amount unpaid: **0**

No shares allotted other than for cash

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## Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>864673</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>8646.73</b>

Currency: **GBP**

Prescribed particulars

THE A ORDINARY SHARES ARE IRREDEEMABLE AND, SUBJECT TO INVESTOR APPROVAL, RANK PARI PASSU WITH THE B ORDINARY SHARES (AS IF THEY CONSTITUTE ONE CLASS OF SHARE) FOR ENTITLEMENT TO THE BALANCE OF ANY DIVIDEND DECLARED AND/OR PAID TAKING INTO ACCOUNT THE DIVIDEND ENTITLEMENT OR ANY C ORDINARY SHARES IN ISSUE. ON A RETURN OF CAPITAL OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE (INCLUDING FOLLOWING A SALE OR LISTING AS DEFINED IN THE INVESTMENT AGREEMENT), THE A ORDINARY SHARES RANK PARI PASSU WITH THE B ORDINARY SHARES (AS IF THEY CONSTITUTED ONE CLASS OF SHARES) FOR ENTITLEMENT TO THE BALANCE OF ANY SURPLUS ASSETS FOLLOWING PAYMENT OF THE COMPANY'S LIABILITIES (INCLUDING BUT NOT LIMITED TO ALL SUMS DUE PURSUANT TO THE LOAN NOTES) AND TAKING INTO ACCOUNT THE ENTITLEMENT DUE TO ANY C ORDINARY SHARES AND D ORDINARY SHARES IN ISSUE. SUBJECT TO ARTICLES 6.4 AND 6.8(B), THE A ORDINARY SHARES HAVE FULL VOTING RIGHTS IN THE COMPANY AND ARE ADDITIONALLY ENTITLED TO: (I) ENHANCED VOTING RIGHTS IN THE CIRCUMSTANCES SET OUT AT ARTICLES 3.3(B) AND (C), AND (II) THE RIGHT TO APPOINT AND REMOVE DIRECTORS AS SET OUT AT ARTICLE 3.5. ALL DEFINITIONS AND REFERENCES ARE AS PER THE COMPANY'S ARTICLES OF ASSOCIATION.

<b>Class of Shares:</b>	<b>B</b>	Number allotted	<b>160386</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>1603.86</b>

Currency: **GBP**

Prescribed particulars

THE B ORDINARY SHARES ARE IRREDEEMABLE AND, SUBJECT TO INVESTOR APPROVAL, RANK PARI PASSU WITH THE A ORDINARY SHARES (AS IF THEY CONSTITUTE ONE CLASS OF SHARE) FOR ENTITLEMENT TO THE BALANCE OF ANY DIVIDEND DECLARED AND/OR PAID TAKING INTO ACCOUNT THE DIVIDEND ENTITLEMENT OR ANY C ORDINARY SHARES IN ISSUE. ON A RETURN OF CAPITAL OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE (INCLUDING FOLLOWING A SALE OR LISTING AS DEFINED IN THE INVESTMENT AGREEMENT), THE B ORDINARY SHARES RANK PARI PASSU WITH THE A ORDINARY SHARES (AS IF THEY CONSTITUTED ONE CLASS OF SHARES) FOR ENTITLEMENT TO THE BALANCE OF ANY SURPLUS ASSETS FOLLOWING PAYMENT OF THE COMPANY'S LIABILITIES (INCLUDING BUT NOT LIMITED TO ALL SUMS DUE PURSUANT TO THE LOAN NOTES) AND TAKING INTO ACCOUNT THE ENTITLEMENT DUE TO ANY C ORDINARY SHARES AND D ORDINARY SHARES IN ISSUE. SUBJECT TO ARTICLES 6.4 AND 6.8(B), THE B ORDINARY SHARES HAVE FULL VOTING RIGHTS IN THE COMPANY AND ARE ADDITIONALLY ENTITLED TO SPECIFIC VOTING RIGHTS IN THE CIRCUMSTANCES SET OUT AT ARTICLES 3.3(B) AND (C). ALL DEFINITIONS AND REFERENCES ARE AS PER THE COMPANY'S ARTICLES OF ASSOCIATION.

Class of Shares:	<b>C</b>	Number allotted	<b>95840</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>958.4</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

THE C ORDINARY SHARES ARE IRREDEEMABLE AND, SUBJECT TO INVESTOR APPROVAL, ENTITLE THE HOLDERS THEREOF TO AN AGGREGATE OF TWELVE PER CENT (12%) OF ANY DIVIDEND DECLARED AND/OR PAID IN ANY FINANCIAL YEAR ON A PRO RATA BASIS. ON A RETURN OF CAPITAL OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE (INCLUDING FOLLOWING A SALE OR LISTING AS DEFINED IN THE INVESTMENT AGREEMENT), THE C ORDINARY SHARES ENTITLE THE HOLDERS THEREOF TO AN AGGREGATE OF : (I) TWELVE PER CENT (12%) OF ANY SURPLUS ASSETS (IF THE SURPLUS ASSETS ARE LESS THAN OR EQUAL TO THE HURDLE), OR (II) FIVE PER CENT (5%) OF ANY SURPLUS ASSETS (IF THE SURPLUS ASSETS ARE GREATER THAN THE HURDLE), IN EACH CASE FOLLOWING PAYMENT OF THE COMPANY'S LIABILITIES (INCLUDING BUT NOT LIMITED TO ALL SUMS DUE PURSUANT TO THE LOAN NOTES), PRO RATA TO THE NUMBER OF SUCH C ORDINARY SHARES HELD BY EACH HOLDER OF SUCH SHARES RESPECTIVELY. SUBJECT TO ARTICLES 3.3(B), 6.4 AND 6.8(B) THE C ORDINARY SHARES HAVE FULL VOTING RIGHTS IN THE COMPANY. ALL DEFINITIONS AND REFERENCES ARE AS PER THE COMPANY'S ARTICLES OF ASSOCIATION.

<b>Class of Shares:</b>	<b>D</b>	Number allotted	<b>47989</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>479.89</b>
Currency:	<b>GBP</b>		

Prescribed particulars

THE D ORDINARY SHARES ARE IRREDEEMABLE AND DO NOT ENTITLE THE HOLDERS THEREOF TO A DIVIDEND. ON A RETURN OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL OF OTHERWISE (INCLUDING FOLLOWING A SALE OR LISTING AS DEFINED IN THE INVESTMENT AGREEMENT), THE D ORDINARY SHARES ENTITLE THE HOLDERS THEREOF TO AN AGGREGATE OF SEVEN PER CENT (7%) OF ANY SURPLUS ASSETS (IF THE SURPLUS ASSETS ARE GREATER THAN THE HURDLE) FOLLOWING PAYMENT OF THE COMPANY'S LIABILITIES (INCLUDING BUT NOT LIMITED TO ALL SUMS DUE PURSUANT TO THE LOAN NOTES), PRO RATA TO THE NUMBER OF SUCH D ORDINARY SHARES HELD BY EACH HOLDER OF SUCH SHARES RESPECTIVELY. THE D ORDINARY SHARES HAVE NO VOTING RIGHTS. ALL DEFINITIONS AND REFERENCES ARE AS PER THE COMPANY'S ARTICLES OF ASSOCIATION.

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>1168888</b>
		Total aggregate nominal value:	<b>11688.88</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.