

**Return of Allotment of Shares**Company Name: **MERITAS SCIENTIFIC HOLDINGS LIMITED**Company Number: **12086431**Received for filing in Electronic Format on the: **22/12/2023**

XCIVRLYZ

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	07/12/2023	

Class of Shares: C ORDINARY**Currency: GBP**Number allotted **1**Nominal value of each share **0.01**Amount paid: **13849008**Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	864673
	ORDINARY	Aggregate nominal value:	8646.73

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 CONSTITUTED ONE CLASS OF SHARE) FOR ENTITLEMENT TO THE BALANCE OF ANY DIVIDEND DECLARED AND/OR PAID TAKING INTO ACCOUNT THE DIVIDEND ENTITLEMENT OF ANY C ORDINARY SHARES IN ISSUE. ON A RETURN 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 SHARE) 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 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.

Class of Shares:	B	Number allotted	160386
	ORDINARY	Aggregate nominal value:	1603.86

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 CONSTITUTED ONE CLASS OF SHARE) FOR ENTITLEMENT TO THE BALANCE OF ANY DIVIDEND DECLARED AND/OR PAID TAKING INTO ACCOUNT THE DIVIDEND ENTITLEMENT OF ANY C ORDINARY SHARES IN ISSUE. ON A RETURN 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 SHARE) 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 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:	C	Number allotted	95841
	ORDINARY	Aggregate nominal value:	958.41
Currency:	GBP		

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 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 TWELVE PER CENT (12%) OF ANY SURPLUS ASSETS FOLLOWING PAYMENT OF THE COMPANY'S LIABILITIES (INCLUDING BUT NOT LIMITED TO ALL SUMS DUE PURSUANT TO THE LOAN NOTES), PRO RATA TO THE NOMINAL VALUE 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.

Class of Shares:	ORDINARY-D	Number allotted	47989
		Aggregate nominal value:	479.89
Currency:	GBP		

Prescribed particulars

THE D ORDINARY SHARES ARE IRREDEEMABLE AND DO NOT ENTITLE THE HOLDERS THEREFOR TO A DIVIDEND. ON A RETURN OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL OR 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.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	1168889
		Total aggregate nominal value:	11688.89
		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.