



**Second Filing of a Previously Filed Document**

*Company Name:* **PANGAIA MATERIALS SCIENCE LIMITED**

*Company Number:* **12213319**



*Received for filing in Electronic Format on the:* **30/09/2022**

*XBDNM1PD*

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**Description of the original document**

*Document type:* **Return of Allotment of Shares  
SH01**

*Date of registration of  
original document:* **28/03/2022**

**Return of Allotment of Shares**Company Name: **PANGAIA MATERIALS SCIENCE LIMITED**Company Number: **12213319**Received for filing in Electronic Format on the: **30/09/2022****Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>27/03/2022</b>	

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>255787</b>
Currency:	<b>USD</b>	Nominal value of each share	<b>0.1</b>
		Amount paid:	<b>0.1</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:	A	Number allotted	2063708
	ORDINARY	Aggregate nominal value:	206370.8
Currency:	USD		

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL DIVIDEND RIGHTS. THEY DO NOT CONFER ANY VOTING RIGHTS OR RIGHTS OF REDEMPTION. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL OR OTHERWISE (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) (A “DISTRIBUTION EVENT”) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (“SURPLUS ASSETS”) SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) AS FOLLOWS: (1) FIRST IN PAYING TO EACH OF THE HOLDERS OF SERIES A PREFERRED SHARES, IN PRIORITY TO ALL OTHER CLASSES OF SHARE, AN AMOUNT PER SERIES A PREFERRED SHARE HELD EQUAL TO THE GREATER OF: (I) THE PREFERENCE AMOUNT IN RESPECT OF EACH SUCH SERIES A PREFERRED SHARE; AND (II) SUCH AMOUNT AS IT WOULD HAVE RECEIVED IN RESPECT OF EACH SUCH SERIES A PREFERRED SHARE, IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AMONG THE HOLDERS OF THE SHARES AND AS IF THE SHARES CONSTITUTED ONE AND THE SAME CLASS, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY TO EACH HOLDER OF SERIES A PREFERRED SHARES AN AMOUNT PER SERIES A PREFERRED SHARE WHICH IS EQUAL TO THE PREFERENCE AMOUNT IN RESPECT OF EACH SUCH SERIES A PREFERRED SHARE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF SERIES A PREFERRED SHARES PRO RATA TO THE AMOUNT THEY WOULD HAVE RECEIVED HAD THE PREFERENCE AMOUNT BEEN PAID IN FULL; AND (2) SECOND, EITHER: (A) IN THE CASE OF A DISTRIBUTION EVENT WHICH IS NOT A QUALIFYING DISTRIBUTION EVENT, ANY REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST HOLDERS OF ORDINARY SHARES AND A ORDINARY SHARES RATA TO THE ISSUE PRICE (INCLUDING PREMIUM) PAID IN RESPECT OF EACH ORDINARY SHARE AND A ORDINARY SHARE; OR (B) IN THE CASE OF A QUALIFYING DISTRIBUTION EVENT, ANY REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF ORDINARY SHARES AND A ORDINARY SHARES PRO RATA TO THE AGGREGATE NOMINAL VALUE OF THE ORDINARY SHARES AND A ORDINARY SHARES.

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>2743008</b>
Currency:	<b>USD</b>	Aggregate nominal value:	<b>274300.8</b>

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS. THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL OR OTHERWISE (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) (A "DISTRIBUTION EVENT") THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES ("SURPLUS ASSETS") SHALL BE DISTRIBUTED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) AS FOLLOWS: (1) FIRST IN PAYING TO EACH OF THE HOLDERS OF SERIES A PREFERRED SHARES, IN PRIORITY TO ALL OTHER CLASSES OF SHARE, AN AMOUNT PER SERIES A PREFERRED SHARE HELD EQUAL TO THE GREATER OF: (I) THE PREFERENCE AMOUNT IN RESPECT OF EACH SUCH SERIES A PREFERRED SHARE; AND (II) SUCH AMOUNT AS IT WOULD HAVE RECEIVED IN RESPECT OF EACH SUCH SERIES A PREFERRED SHARE, IF THE SURPLUS ASSETS WERE DISTRIBUTED PRO RATA AMONG THE HOLDERS OF THE SHARES AND AS IF THE SHARES CONSTITUTED ONE AND THE SAME CLASS, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY TO EACH HOLDER OF SERIES A PREFERRED SHARES AN AMOUNT PER SERIES A PREFERRED SHARE WHICH IS EQUAL TO THE PREFERENCE AMOUNT IN RESPECT OF EACH SUCH SERIES A PREFERRED SHARE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF SERIES A PREFERRED SHARES PRO RATA TO THE AMOUNT THEY WOULD HAVE RECEIVED HAD THE PREFERENCE AMOUNT BEEN PAID IN FULL; AND (2) SECOND, EITHER: (A) IN THE CASE OF A DISTRIBUTION EVENT WHICH IS NOT A QUALIFYING DISTRIBUTION EVENT, ANY REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST HOLDERS OF ORDINARY SHARES AND A ORDINARY SHARES RATA TO THE ISSUE PRICE (INCLUDING PREMIUM) PAID IN RESPECT OF EACH ORDINARY SHARE AND A ORDINARY SHARE; OR (B) IN THE CASE OF A QUALIFYING DISTRIBUTION EVENT, ANY REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF ORDINARY SHARES AND A ORDINARY SHARES PRO RATA TO THE AGGREGATE NOMINAL VALUE OF THE ORDINARY SHARES AND A ORDINARY SHARES.

<b>Class of Shares:</b>	<b>SERIES</b>	Number allotted	<b>763035</b>
	<b>A</b>	Aggregate nominal value:	<b>76303.5</b>
	<b>PREFERRED</b>		
Currency:	<b>USD</b>		

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## Statement of Capital (Totals)

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Currency:	<b>USD</b>	Total number of shares:	<b>5569751</b>
		Total aggregate nominal value:	<b>556975.1</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.