

**Return of Allotment of Shares**Company Name: **BLOOM TOPCO LIMITED**Company Number: **12449613**Received for filing in Electronic Format on the: **06/09/2022**

XBC03NL6

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	10/08/2022	15/08/2022

Class of Shares:	C ORDINARY	Number allotted	13500
Currency:	GBP	Nominal value of each share	0.01
		Amount paid:	0.87
		Amount unpaid:	3.49

Non-cash consideration

NO SHARES ALLOTTED OTHER THAN FOR CASH

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	760649
	ORDINARY	Aggregate nominal value:	7606.49
Currency:	GBP		
Prescribed particulars			

THESE PRESCRIBED PARTICULARS SHOULD BE READ IN CONJUNCTION WITH THE ARTICLES OF ASSOCIATION (THE "ARTICLES") OF THE COMPANY. DEFINED TERMS IN THE FOLLOWING SECTIONS SHALL HAVE THE MEANING GIVEN TO THEM IN THE ARTICLES. PARTICULARS OF VOTING RIGHTS EXCEPT AS EXPRESSLY PROVIDED IN THE ARTICLES AND SUBJECT TO THE AGGREGATE NUMBER OF 'A' ORDINARY SHARES ALWAYS BEING ABLE TO EXERCISE NOT LESS THAN 51% OF THE VOTES WHICH MAY BE CAST AT ANY MEETING OF THE COMPANY, EACH HOLDER OF A' ORDINARY SHARES: (A) ON A RESOLUTION TO BE PASSED AT A GENERAL MEETING OF THE COMPANY, PRESENT IN PERSON OR BY PROXY OR CORPORATE OR OTHER VOTING REPRESENTATIVE PERMITTED BY THE ARTICLES SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL TO ONE VOTE FOR EACH 'A' ORDINARY SHARE OF WHICH HE IS THE HOLDER; AND (B) ON A WRITTEN RESOLUTION SHALL BE ENTITLED TO ONE VOTE FOR EACH 'A' ORDINARY SHARE OF WHICH HE IS THE HOLDER ON THE DATE ON WHICH THE RESOLUTION IS CIRCULATED. PARTICULARS AS REGARDS DIVIDENDS ANY PROFITS RESOLVED TO BE DISTRIBUTED IN ANY FINANCIAL YEAR OR PERIOD SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE 'A' ORDINARY SHARES, 'B' ORDINARY SHARES AND 'C' ORDINARY SHARES (THE "EQUITY SHARES") PARI PASSU AS IF THE SAME ARE ONE AND THE SAME CLASS OF SHARE, PRO RATA TO THE NUMBER OF SUCH SHARES RESPECTIVELY HELD BY THEM (SUBJECT TO THE CLASS RIGHTS OF THE HOLDER(S) OF THE 'A' ORDINARY SHARES). PARTICULARS OF RIGHTS TO PARTICIPATE IN A DISTRIBUTION OF SURPLUS ASSETS ON WINDING UP SUBJECT AS OTHERWISE PROVIDED IN THE ARTICLES, ON A RETURN OF ASSETS ON LIQUIDATION OR OTHERWISE (INCLUDING FOLLOWING AN ASSET SALE), THE REMAINING ASSETS OF BLOOM TOPCO LIMITED SHALL BE DISTRIBUTED BETWEEN THE HOLDERS OF THE EQUITY SHARES AS FOLLOWS: (A) FIRST, IN PAYMENT OF THE AMOUNT PAID (INCLUDING ANY SHARE PREMIUM) ON THE EQUITY SHARES RESPECTIVELY HELD BY THEM PRO RATA TO SUCH PAID UP AMOUNTS; AND (B) SECOND AND FINALLY, ANY BALANCE REMAINING AFTER THE PAYMENTS REFERRED TO ABOVE IN (A), PRO RATA TO THE NUMBER OF EQUITY SHARES RESPECTIVELY HELD BY THEM. PARTICULARS AS TO REDEMPTION OF SHARES ALL SHARES IN THE COMPANY MAY BE REDEEMED AT THE OPTION OF THE COMPANY WITH INVESTOR CONSENT, SAVE THAT THE RIGHTS TO REDEEM SHARES SHALL NOT BE USED BY THE INVESTORS TO PREJUDICE THE RIGHTS OF HOLDERS OF A CLASS OF EQUITY SHARES RELATIVE TO THE RIGHTS OF ANY OTHER CLASS OF EQUITY SHARES. ALL SHARES IN THE COMPANY OTHER THAN: (A) THOSE ISSUED TO ITS SUBSCRIBERS ON ITS INCORPORATION; AND (B) ANY SHARES ISSUED BEFORE 26 MARCH 2020 IN IRREDEEMABLE FORM, SHALL BE REDEEMABLE WHEN AND IF RE-DESIGNATED AS DEFERRED SHARES AS PROVIDED IN THE ARTICLES OR

(SUBJECT TO ANY CONSENTS REQUIRED UNDER THE ARTICLES) WITH THE CONSENT OF THEIR HOLDER ON THE TERMS AGREED BETWEEN THEIR HOLDER AND THE COMPANY.

Class of Shares:	B	Number allotted	589351
	ORDINARY	Aggregate nominal value:	5893.51
Currency:	GBP		
Prescribed particulars			

THESE PRESCRIBED PARTICULARS SHOULD BE READ IN CONJUNCTION WITH THE ARTICLES OF ASSOCIATION (THE "ARTICLES") OF THE COMPANY. DEFINED TERMS IN THE FOLLOWING SECTIONS SHALL HAVE THE MEANING GIVEN TO THEM IN THE ARTICLES. PARTICULARS OF VOTING RIGHTS EXCEPT AS EXPRESSLY PROVIDED IN THE ARTICLES AND SUBJECT TO ANY PRO RATA DILUTION IN VOTING RIGHTS PURSUANT TO ARTICLE 6.1, EACH HOLDER OF 'B' ORDINARY SHARES: (A) ON A RESOLUTION TO BE PASSED AT A GENERAL MEETING OF THE COMPANY, PRESENT IN PERSON OR BY PROXY OR CORPORATE OR OTHER VOTING REPRESENTATIVE PERMITTED BY THE ARTICLES SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL TO ONE VOTE FOR EACH 'B' ORDINARY SHARE OF WHICH HE IS THE HOLDER; AND (B) ON A WRITTEN RESOLUTION SHALL BE ENTITLED TO ONE VOTE FOR EACH 'B' ORDINARY SHARE OF WHICH HE IS THE HOLDER ON THE DATE AND ON WHICH THE RESOLUTION IS CIRCULATED. PARTICULARS AS REGARDS DIVIDENDS ANY PROFITS RESOLVED TO BE DISTRIBUTED IN ANY FINANCIAL YEAR OR PERIOD SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE EQUITY SHARES PARI PASSU AS IF THE SAME ARE ONE AND THE SAME CLASS OF SHARE, PRO RATA TO THE NUMBER OF SUCH SHARES RESPECTIVELY HELD BY THEM (SUBJECT TO THE CLASS RIGHTS OF THE HOLDER(S) OF THE 'A' ORDINARY SHARES). PARTICULARS OF RIGHTS TO PARTICIPATE IN A DISTRIBUTION OF SURPLUS ASSETS ON WINDING UP SUBJECT AS OTHERWISE PROVIDED IN THE ARTICLES, ON A RETURN OF ASSETS ON LIQUIDATION OR OTHERWISE (INCLUDING FOLLOWING AN ASSET SALE), THE REMAINING ASSETS SHALL BE DISTRIBUTED BETWEEN THE HOLDERS OF THE EQUITY SHARES AS FOLLOWS: (A) FIRST, IN PAYMENT OF THE AMOUNT PAID (INCLUDING ANY SHARE PREMIUM) ON THE EQUITY SHARES RESPECTIVELY HELD BY THEM PRO RATA TO SUCH PAID UP AMOUNTS; AND (B) SECOND AND FINALLY, ANY BALANCE REMAINING AFTER THE PAYMENTS REFERRED TO ABOVE IN (A), PRO RATA TO THE NUMBER OF EQUITY SHARES RESPECTIVELY HELD BY THEM. PARTICULARS AS TO REDEMPTION OF SHARES ALL SHARES IN THE COMPANY MAY BE REDEEMED AT THE OPTION OF THE COMPANY WITH INVESTOR CONSENT, SAVE THAT THE RIGHTS TO REDEEM SHARES SHALL NOT BE USED BY THE INVESTORS TO PREJUDICE THE RIGHTS OF HOLDERS OF A CLASS OF EQUITY SHARES RELATIVE TO THE RIGHTS OF ANY OTHER CLASS OF EQUITY SHARES. ALL SHARES IN THE COMPANY OTHER THAN: (A) THOSE ISSUED TO ITS SUBSCRIBERS ON ITS INCORPORATION; AND (B) ANY SHARES ISSUED BEFORE 26 MARCH 2020 IN IRREDEEMABLE FORM, SHALL BE REDEEMABLE WHEN AND IF RE-DESIGNATED AS DEFERRED SHARES AS PROVIDED IN THE ARTICLES OR (SUBJECT TO ANY CONSENTS REQUIRED UNDER THE ARTICLES) WITH THE CONSENT OF THEIR HOLDER ON THE TERMS AGREED BETWEEN THEIR HOLDER AND THE COMPANY.

Class of Shares:	C	Number allotted	142500
	ORDINARY	Aggregate nominal value:	1290
Currency:	GBP		

Prescribed particulars

THESE PRESCRIBED PARTICULARS SHOULD BE READ IN CONJUNCTION WITH THE ARTICLES OF ASSOCIATION (THE "ARTICLES") OF THE COMPANY. DEFINED TERMS IN THE FOLLOWING SECTIONS SHALL HAVE THE MEANING GIVEN TO THEM IN THE ARTICLES. PARTICULARS OF VOTING RIGHTS NO HOLDER OF 'C' ORDINARY SHARES SHALL IN THAT CAPACITY BE ENTITLED TO RECEIVE NOTICE OF OR ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY OR VOTE ON ANY WRITTEN RESOLUTION. PARTICULARS OF RIGHTS TO PARTICIPATE IN A DISTRIBUTION OF SURPLUS ASSETS ON WINDING UP SUBJECT AS OTHERWISE PROVIDED IN THE ARTICLES, ON A RETURN OF ASSETS ON LIQUIDATION OR OTHERWISE (INCLUDING FOLLOWING AN ASSET SALE), THE REMAINING ASSETS SHALL BE DISTRIBUTED BETWEEN THE HOLDERS OF THE EQUITY SHARES AS FOLLOWS: (A) FIRST, IN PAYMENT OF THE AMOUNT PAID (INCLUDING ANY SHARE PREMIUM) ON THE EQUITY SHARES RESPECTIVELY HELD BY THEM PRO RATA TO SUCH PAID UP AMOUNTS; AND (B) SECOND AND FINALLY, ANY BALANCE REMAINING AFTER THE PAYMENTS REFERRED TO ABOVE IN (A), PRO RATA TO THE NUMBER OF EQUITY SHARES RESPECTIVELY HELD BY THEM. PARTICULARS AS TO REDEMPTION OF SHARES ALL SHARES IN THE COMPANY MAY BE REDEEMED AT THE OPTION OF THE COMPANY WITH INVESTOR CONSENT, SAVE THAT THE RIGHTS TO REDEEM SHARES SHALL NOT BE USED BY THE INVESTORS TO PREJUDICE THE RIGHTS OF HOLDERS OF A CLASS OF EQUITY SHARES RELATIVE TO THE RIGHTS OF ANY OTHER CLASS OF EQUITY SHARES. ALL SHARES IN THE COMPANY OTHER THAN: (A) THOSE ISSUED TO ITS SUBSCRIBERS ON ITS INCORPORATION; AND (B) ANY SHARES ISSUED BEFORE 26 MARCH 2020 IN IRREDEEMABLE FORM, SHALL BE REDEEMABLE WHEN AND IF RE-DESIGNATED AS DEFERRED SHARES AS PROVIDED IN THE ARTICLES OR (SUBJECT TO ANY CONSENTS REQUIRED UNDER THE ARTICLES) WITH THE CONSENT OF THEIR HOLDER ON THE TERMS AGREED BETWEEN THEIR HOLDER AND THE COMPANY.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	1492500
		Total aggregate nominal value:	14790
		Total aggregate amount unpaid:	114240

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.