

#### **Return of Allotment of Shares**

Company Name: TOPCO KORU LIMITED

Company Number: 12717398

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## **Shares Allotted (including bonus shares)**

Date or period during which From To

shares are allotted 15/10/2021

Class of Shares: C ORDINARY Number allotted 1000000

Currency: GBP Nominal value of each share 0.001

Amount paid: **0.01** 

Amount unpaid: 0

No shares allotted other than for cash

### **Statement of Capital (Share Capital)**

Class of Shares: C Number allotted 2000000

**ORDINARY** Aggregate nominal value: 2000

Currency: GBP

Prescribed particulars

VOTING: THE HOLDERS OF C ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF, OR TO ATTEND AND SPEAK, AT ANY GENERAL MEETING AND THE C ORDINARY SHARES SHALL CARRY NO VOTING RIGHTS. DIVIDENDS: SUBJECT TO THE APPROVAL OF THE HOLDERS IN GENERAL MEETING AND INVESTOR CONSENT, ANY REMAINING PROFITS ARE TO BE DISTRIBUTED AMONGST THE HOLDERS OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES THEN IN ISSUE PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. CAPITAL: ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING SHALL BE APPLIED IN DISTRIBUTING THE BALANCE OF SUCH SURPLUS ASSETS AMONGST THE HOLDERS OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES THEN IN ISSUE PARI PASSU AS IF THEY CONSTITUTED ON CLASS OF SHARE. NON-REDEEMABLE.

Class of Shares: A Number allotted 48976071

ORDINARY Aggregate nominal value: 48976.071

**SHARES** 

Currency: GBP

A ORDINARY SHARES VOTING: THE HOLDERS OF A ORDINARY SHARES SHALL BE ENTIDED TO RECEIVE NOTICE OF, AND TO ATTEND AND SPEAK, AT ANY GENERAL MEETING AND AT ANY SEPARATE CLASS MEETING OF THE COMPANY FOR SHARES OF THE CLASS THEY HOLD AND ON A WRITTEN RESOLUTION THE A ORDINARY SHARES AS A CLASS SHALL CARRY 49.2% OF THE TOTAL VOTING RIGHTS HOLDER AND WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL, ON A SHOW OF HANDS, AS A CLASS CARRY 49.2% OF THE TOTAL VOTING RIGHTS, AND, ON A POLL, SHALL CARRY 49.2% OF THE TOTAL VOTING RIGHTS. DIVIDENDS: SUBJECT TO THE APPROVAL OF THE HOLDERS IN GENERAL MEETING AND INVESTOR CONSENT. ANY REMAINING PROFITS ARE TO BE DISTRIBUTED AMONGST THE HOLDERS OF A ORDINARY SHARES. B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES THEN IN ISSUE PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. CAPITAL: ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE. THE SURPLUS ASSETS OF THE COMPANY REMAINING SHALL BE APPLIED IN DISTRIBUTING THE BALANCE OF SUCH SURPLUS ASSETS AMONGST THE HOLDERS OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES THEN IN ISSUE PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE, NON-REDEEMABLE.

Class of Shares: B1 Number allotted 21643088

ORDINARY Aggregate nominal value: 21643.088

**SHARES** 

Currency: GBP

VOTING: THE HOLDERS OF B ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND SPEAK, AT ANY GENERAL MEETING AND AT ANY SEPARATE CLASS MEETING OF THE COMPANY FOR SHARES OF THE CLASS THEY HOLD AND ON A WRITTEN RESOLUTIONTHE BL ORDINARY SHARES AS A CLASS SHALL CARRY 25.39% OF THE TOTAL VOTING RIGHTS AND IN RESPECT OF THE BL ORDINARY SHARES, A HOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL, ON A SHOW OF HANDS, AS A CLASS CARRY 25.39% OF THE TOTAL VOTING RIGHTS. AND. ON A POLL. SHALL CARRY 25.39% OF THE TOTAL VOTING RIGHTS AND ON A WRITTEN RESOLUTION, THE B2 ORDINARY SHARES AS A CLASS SHALL CARRY 25.39% OF THE TOTAL VOTING RIGHTS: AND IN RESPECT OF THE B2 ORDINARY SHARES. A HOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL, ON A SHOW OF HANDS, AS A CLASS CARRY 25.39% OF THE TOTAL VOTING RIGHTS, AND, ON A POLL, SHALL CARRY 25.39% OF THE TOTAL VOTING RIGHTS. DIVIDENDS: SUBJECT TO THE APPROVAL OF THE HOLDERS IN GENERAL MEETING AND INVESTOR CONSENT, ANY REMAINING PROFITS ARE TO BE DISTRIBUTED AMONGST THE HOLDERS OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES THEN IN ISSUE PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. CAPITAL: ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING SHALL BE APPLIED IN DISTRIBUTING THE BALANCE OF SUCH SURPLUS ASSETS AMONGST THE HOLDERS OF A ORDINARY SHARES. B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES THEN IN ISSUE PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. NON - REDEEMABLE.

Class of Shares: B2 Number allotted 21643088

ORDINARY Aggregate nominal value: 21643.088

**SHARES** 

Currency: GBP

VOTING: THE HOLDERS OF B ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND SPEAK, AT ANY GENERAL MEETING AND AT ANY SEPARATE CLASS MEETING OF THE COMPANY FOR SHARES OF THE CLASS THEY HOLD AND ON A WRITTEN RESOLUTIONTHE BL ORDINARY SHARES AS A CLASS SHALL CARRY 25.39% OF THE TOTAL VOTING RIGHTS AND IN RESPECT OF THE BL ORDINARY SHARES, A HOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL, ON A SHOW OF HANDS, AS A CLASS CARRY 25.39% OF THE TOTAL VOTING RIGHTS. AND. ON A POLL. SHALL CARRY 25.39% OF THE TOTAL VOTING RIGHTS AND ON A WRITTEN RESOLUTION, THE B2 ORDINARY SHARES AS A CLASS SHALL CARRY 25.39% OF THE TOTAL VOTING RIGHTS: AND IN RESPECT OF THE B2 ORDINARY SHARES. A HOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL, ON A SHOW OF HANDS, AS A CLASS CARRY 25.39% OF THE TOTAL VOTING RIGHTS, AND, ON A POLL, SHALL CARRY 25.39% OF THE TOTAL VOTING RIGHTS. DIVIDENDS: SUBJECT TO THE APPROVAL OF THE HOLDERS IN GENERAL MEETING AND INVESTOR CONSENT, ANY REMAINING PROFITS ARE TO BE DISTRIBUTED AMONGST THE HOLDERS OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES THEN IN ISSUE PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. CAPITAL: ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING SHALL BE APPLIED IN DISTRIBUTING THE BALANCE OF SUCH SURPLUS ASSETS AMONGST THE HOLDERS OF A ORDINARY SHARES. B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES THEN IN ISSUE PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. NON - REDEEMABLE.

Class of Shares: D Number allotted 237753

ORDINARY Aggregate nominal value: 237.753

**SHARES** 

Currency: GBP

VOTING: THE HOLDERS OF D ORDINARY SHARES SHALL NOT BE ENTITLED TO RECEIVE NOTICE OF, OR TO ATTEND AND SPEAK, AT ANY GENERAL MEETING AND THE D ORDINARY SHARES SHALL CARRY NO VOTING RIGHTS. DIVIDENDS: SUBJECT TO THE APPROVAL OF THE HOLDERS IN GENERAL MEETING AND INVESTOR CONSENT, ANY REMAINING PROFITS ARE TO BE DISTRIBUTED AMONGST THE HOLDERS OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES THEN IN ISSUE PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. CAPITAL: ON A RETURN OF CAPITAL ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING SHALL BE APPLIED IN DISTRIBUTING THE BALANCE OF SUCH SURPLUS ASSETS AMONGST THE HOLDERS OF A ORDINARY SHARES, B ORDINARY SHARES, C ORDINARY SHARES AND D ORDINARY SHARES THEN IN ISSUE PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE. NON - REDEEMABLE.

# **Statement of Capital (Totals)**

Currency: GBP Total number of shares: 94500000

Total aggregate nominal value: 94500

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.