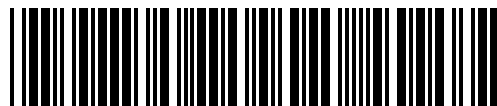


**Return of Allotment of Shares**Company Name: **ARTUS AIR LIMITED**Company Number: **13090918**Received for filing in Electronic Format on the: **10/01/2024**

XCUEH3NS

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>08/01/2024</b>	

<b>Class of Shares:</b>	<b>A3</b>	Number allotted	<b>48088</b>
	<b>ORDINARY</b>	Nominal value of each share	<b>0.000001</b>
	<b>SHARES</b>	Amount paid:	<b>3.5</b>
Currency:	<b>GBP</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:	ORDINARY	Number allotted	1335597
Currency:	GBP	Aggregate nominal value:	1335597
Prescribed particulars			

EACH ORDINARY SHARE CARRIES THE RIGHT TO VOTE IN ALL CIRCUMSTANCES, AND IS NOT REDEEMABLE NOR LIABLE TO BE REDEEMED. ANY PROFITS WHICH THE COMPANY DETERMINES TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPLIED IN ACCORDANCE WITH ARTICLE 4.1.1: (A) BY DISTRIBUTING £1 OF THE PROFITS AMONG THE HOLDERS OF DEFERRED SHARES (IF ANY) PRO RATA TO THEIR RESPECTING HOLDINGS OF DEFERRED SHARES; AND (B) BY DISTRIBUTING THE REMAINING PROFITS AMONG THE HOLDERS OF EQUITY SHARES (INCLUDING THE ORDINARY SHARES), PARI PASSU PRO RATA TO THE NUMBER OF EQUITY SHARES HELD (SUBJECT TO ARTICLE 4.1.2 IN THE CASE OF THE A1 ORDINARY SHARES AND THE A2 ORDINARY SHARES). ANY SUCH DISTRIBUTION SHALL BE APPROVED BY AN INVESTOR MAJORITY (AND IN THE CASE OF ANY DIVIDEND TO BE PAID DURING THE EIS HOLDING PERIOD, BY PAR). IN THE EVENT OF A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE WINDING UP SURPLUS SHALL BE APPLIED IN ACCORDANCE WITH ARTICLE 4.2.1 (SUBJECT TO ARTICLE 4.2.2 IN THE CASE OF THE A1 ORDINARY SHARES AND THE A2 ORDINARY SHARES): (A) FIRST, BY DISTRIBUTING 0.1% OF THE WINDING UP SURPLUS OR, IF LOWER, £1 AMONG THE HOLDERS OF DEFERRED SHARES (IF ANY) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF DEFERRED SHARES; (B) SECOND, BY PAYING A SUM EQUAL TO £Y WHICH SUM SHALL BE DISTRIBUTED AS TO 99.999% TO THE HOLDERS OF A3 SHARES PRO RATA ACCORDING TO THEIR RESPECTIVE AGGREGATE PREFERENCE AMOUNT AND 0.001% AMONG THE HOLDERS OF THE ORDINARY SHARES, ORDINARY 2 SHARES, A SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD. FOR THESE PURPOSES £Y SHALL BE SUCH AMOUNT THAT WILL ALLOW THE HOLDERS OF THE A3 SHARES TO RECEIVE AN AMOUNT PER A3 SHARE HELD EQUAL TO THE PREFERENCE AMOUNT UNLESS THE WINDING UP SURPLUS IS INSUFFICIENT TO DISTRIBUTE SUCH AMOUNT, IN WHICH CASE £Y SHALL BE THE REMAINING WINDING UP SURPLUS WHICH SHALL BE DISTRIBUTED IN ACCORDANCE WITH THIS ARTICLE 4.2.1(B). (C) THIRD, BY PAYING A SUM EQUAL TO £Z WHICH SUM SHALL BE DISTRIBUTED AS TO 0.001% TO THE HOLDERS OF THE A3 SHARES PRO RATA TO THE NUMBER OF SHARES HELD AND 99.999% AMONG THE HOLDERS OF THE ORDINARY SHARES, ORDINARY 2 SHARES, A SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD. FOR THESE PURPOSES £Z SHALL BE SUCH AMOUNT THAT WILL ALLOW THE HOLDERS OF THE ORDINARY SHARES, ORDINARY 2 SHARES, A SHARES, B ORDINARY SHARES AND C ORDINARY SHARES TO RECEIVE AN AMOUNT PER ORDINARY SHARE, ORDINARY 2 SHARE, A SHARE, B ORDINARY SHARE AND C ORDINARY SHARE (AS THE CASE MAY BE) EQUAL TO THE PREFERENCE AMOUNT UNLESS THE WINDING UP SURPLUS IS INSUFFICIENT TO DISTRIBUTE SUCH AMOUNT, IN WHICH CASE £Z SHALL BE

THE REMAINING WINDING UP SURPLUS WHICH SHALL BE DISTRIBUTED IN ACCORDANCE WITH THIS ARTICLE 4.2.1(C). (D) THEREAFTER DISTRIBUTING ANY REMAINING WINDING UP SURPLUS AMONGST THE HOLDERS OF THE EQUITY SHARES PARI PASSU PRO RATA TO THE NUMBER OF EQUITY SHARES HELD.

Class of Shares:	A1	Number allotted	694856
	ORDINARY	Aggregate nominal value:	0.694856
Currency:	GBP		
Prescribed particulars			

EACH A1 ORDINARY SHARE CARRIES THE RIGHT TO VOTE IN ALL CIRCUMSTANCES, AND IS NOT REDEEMABLE NOR LIABLE TO BE REDEEMED. ANY PROFITS WHICH THE COMPANY DETERMINES TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPLIED IN ACCORDANCE WITH ARTICLE 4.1.1: (A) BY DISTRIBUTING £1 OF THE PROFITS AMONG THE HOLDERS OF DEFERRED SHARES (IF ANY) PRO RATA TO THEIR RESPECTING HOLDINGS OF DEFERRED SHARES; AND (B) BY DISTRIBUTING THE REMAINING PROFITS AMONG THE HOLDERS OF EQUITY SHARES (INCLUDING THE A1 ORDINARY SHARES), PARI PASSU PRO RATA TO THE NUMBER OF EQUITY SHARES HELD (SUBJECT TO ARTICLE 4.1.2 IN THE CASE OF THE A1 ORDINARY SHARES AND THE A2 ORDINARY SHARES). ANY SUCH DISTRIBUTION SHALL BE APPROVED BY AN INVESTOR MAJORITY (AND IN THE CASE OF ANY DIVIDEND TO BE PAID DURING THE EIS HOLDING PERIOD, BY PAR). IN THE EVENT OF A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE WINDING UP SURPLUS SHALL BE APPLIED IN ACCORDANCE WITH ARTICLE 4.2.1 (SUBJECT TO ARTICLE 4.2.2 IN THE CASE OF THE A1 ORDINARY SHARES AND THE A2 ORDINARY SHARES): (A) FIRST, BY DISTRIBUTING 0.1% OF THE WINDING UP SURPLUS OR, IF LOWER, £1 AMONG THE HOLDERS OF DEFERRED SHARES (IF ANY) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF DEFERRED SHARES; (B) SECOND, BY PAYING A SUM EQUAL TO £Y WHICH SUM SHALL BE DISTRIBUTED AS TO 99.999% TO THE HOLDERS OF A3 SHARES PRO RATA ACCORDING TO THEIR RESPECTIVE AGGREGATE PREFERENCE AMOUNT AND 0.001% AMONG THE HOLDERS OF THE ORDINARY SHARES, ORDINARY 2 SHARES, A SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD. FOR THESE PURPOSES £Y SHALL BE SUCH AMOUNT THAT WILL ALLOW THE HOLDERS OF THE A3 SHARES TO RECEIVE AN AMOUNT PER A3 SHARE HELD EQUAL TO THE PREFERENCE AMOUNT UNLESS THE WINDING UP SURPLUS IS INSUFFICIENT TO DISTRIBUTE SUCH AMOUNT, IN WHICH CASE £Y SHALL BE THE REMAINING WINDING UP SURPLUS WHICH SHALL BE DISTRIBUTED IN ACCORDANCE WITH THIS ARTICLE 4.2.1(B). (C) THIRD, BY PAYING A SUM EQUAL TO £Z WHICH SUM SHALL BE DISTRIBUTED AS TO 0.001% TO THE HOLDERS OF THE A3 SHARES PRO RATA TO THE NUMBER OF SHARES HELD AND 99.999% AMONG THE HOLDERS OF THE ORDINARY SHARES, ORDINARY 2 SHARES, A SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD. FOR THESE PURPOSES £Z SHALL BE SUCH AMOUNT THAT WILL ALLOW THE HOLDERS OF THE ORDINARY SHARES, ORDINARY 2 SHARES, A SHARES, B ORDINARY SHARES AND C ORDINARY SHARES TO RECEIVE AN AMOUNT PER ORDINARY SHARE, ORDINARY 2 SHARE, A SHARE, B ORDINARY SHARE AND C ORDINARY SHARE (AS THE CASE MAY BE) EQUAL TO THE PREFERENCE AMOUNT UNLESS THE WINDING UP SURPLUS IS INSUFFICIENT TO DISTRIBUTE SUCH AMOUNT, IN WHICH CASE £Z SHALL BE

THE REMAINING WINDING UP SURPLUS WHICH SHALL BE DISTRIBUTED IN ACCORDANCE WITH THIS ARTICLE 4.2.1(C). (D) THEREAFTER DISTRIBUTING ANY REMAINING WINDING UP SURPLUS AMONGST THE HOLDERS OF THE EQUITY SHARES PARI PASSU PRO RATA TO THE NUMBER OF EQUITY SHARES HELD.

Class of Shares:	<b>A2</b>	Number allotted	<b>1</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>0.000001</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

EACH A2 ORDINARY SHARE CARRIES THE RIGHT TO VOTE IN ALL CIRCUMSTANCES, AND IS NOT REDEEMABLE NOR LIABLE TO BE REDEEMED. ANY PROFITS WHICH THE COMPANY DETERMINES TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPLIED IN ACCORDANCE WITH ARTICLE 4.1.1: (A) BY DISTRIBUTING £1 OF THE PROFITS AMONG THE HOLDERS OF DEFERRED SHARES (IF ANY) PRO RATA TO THEIR RESPECTING HOLDINGS OF DEFERRED SHARES; AND (B) BY DISTRIBUTING THE REMAINING PROFITS AMONG THE HOLDERS OF EQUITY SHARES (INCLUDING THE A2 ORDINARY SHARES), PARI PASSU PRO RATA TO THE NUMBER OF EQUITY SHARES HELD (SUBJECT TO ARTICLE 4.1.2 IN THE CASE OF THE A1 ORDINARY SHARES AND THE A2 ORDINARY SHARES). ANY SUCH DISTRIBUTION SHALL BE APPROVED BY AN INVESTOR MAJORITY (AND IN THE CASE OF ANY DIVIDEND TO BE PAID DURING THE EIS HOLDING PERIOD, BY PAR). IN THE EVENT OF A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE WINDING UP SURPLUS SHALL BE APPLIED IN ACCORDANCE WITH ARTICLE 4.2.1 (SUBJECT TO ARTICLE 4.2.2 IN THE CASE OF THE A1 ORDINARY SHARES AND THE A2 ORDINARY SHARES): (A) FIRST, BY DISTRIBUTING 0.1% OF THE WINDING UP SURPLUS OR, IF LOWER, £1 AMONG THE HOLDERS OF DEFERRED SHARES (IF ANY) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF DEFERRED SHARES; (B) SECOND, BY PAYING A SUM EQUAL TO £Y WHICH SUM SHALL BE DISTRIBUTED AS TO 99.999% TO THE HOLDERS OF A3 SHARES PRO RATA ACCORDING TO THEIR RESPECTIVE AGGREGATE PREFERENCE AMOUNT AND 0.001% AMONG THE HOLDERS OF THE ORDINARY SHARES, ORDINARY 2 SHARES, A SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD. FOR THESE PURPOSES £Y SHALL BE SUCH AMOUNT THAT WILL ALLOW THE HOLDERS OF THE A3 SHARES TO RECEIVE AN AMOUNT PER A3 SHARE HELD EQUAL TO THE PREFERENCE AMOUNT UNLESS THE WINDING UP SURPLUS IS INSUFFICIENT TO DISTRIBUTE SUCH AMOUNT, IN WHICH CASE £Y SHALL BE THE REMAINING WINDING UP SURPLUS WHICH SHALL BE DISTRIBUTED IN ACCORDANCE WITH THIS ARTICLE 4.2.1(B). (C) THIRD, BY PAYING A SUM EQUAL TO £Z WHICH SUM SHALL BE DISTRIBUTED AS TO 0.001% TO THE HOLDERS OF THE A3 SHARES PRO RATA TO THE NUMBER OF SHARES HELD AND 99.999% AMONG THE HOLDERS OF THE ORDINARY SHARES, ORDINARY 2 SHARES, A SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD. FOR THESE PURPOSES £Z SHALL BE SUCH AMOUNT THAT WILL ALLOW THE HOLDERS OF THE ORDINARY SHARES, ORDINARY 2 SHARES, A SHARES, B ORDINARY SHARES AND C ORDINARY SHARES TO RECEIVE AN AMOUNT PER ORDINARY SHARE, ORDINARY 2 SHARE, A SHARE, B ORDINARY SHARE AND C ORDINARY SHARE (AS THE CASE MAY BE) EQUAL TO THE PREFERENCE AMOUNT UNLESS THE WINDING UP SURPLUS IS INSUFFICIENT TO DISTRIBUTE SUCH AMOUNT, IN WHICH CASE £Z SHALL BE

THE REMAINING WINDING UP SURPLUS WHICH SHALL BE DISTRIBUTED IN ACCORDANCE WITH THIS ARTICLE 4.2.1(C). (D) THEREAFTER DISTRIBUTING ANY REMAINING WINDING UP SURPLUS AMONGST THE HOLDERS OF THE EQUITY SHARES PARI PASSU PRO RATA TO THE NUMBER OF EQUITY SHARES HELD.

Class of Shares:	A3	Number allotted	1640497
	ORDINARY	Aggregate nominal value:	1.640497
	SHARES		
Currency:	GBP		
Prescribed particulars			



EACH A3 ORDINARY SHARE CARRIES THE RIGHT TO VOTE IN ALL CIRCUMSTANCES, AND IS NOT REDEEMABLE NOR LIABLE TO BE REDEEMED. ANY PROFITS WHICH THE COMPANY DETERMINES TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE APPLIED IN ACCORDANCE WITH ARTICLE 4.1.1: (A) BY DISTRIBUTING £1 OF THE PROFITS AMONG THE HOLDERS OF DEFERRED SHARES (IF ANY) PRO RATA TO THEIR RESPECTING HOLDINGS OF DEFERRED SHARES; AND (B) BY DISTRIBUTING THE REMAINING PROFITS AMONG THE HOLDERS OF EQUITY SHARES (INCLUDING THE A3 ORDINARY SHARES), PARI PASSU PRO RATA TO THE NUMBER OF EQUITY SHARES HELD (SUBJECT TO ARTICLE 4.1.2 IN THE CASE OF THE A1 ORDINARY SHARES AND THE A2 ORDINARY SHARES). ANY SUCH DISTRIBUTION SHALL BE APPROVED BY AN INVESTOR MAJORITY (AND IN THE CASE OF ANY DIVIDEND TO BE PAID DURING THE EIS HOLDING PERIOD, BY PAR). IN THE EVENT OF A RETURN OF ASSETS ON A LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE, THE WINDING UP SURPLUS SHALL BE APPLIED IN ACCORDANCE WITH ARTICLE 4.2.1 (SUBJECT TO ARTICLE 4.2.2 IN THE CASE OF THE A1 ORDINARY SHARES AND THE A2 ORDINARY SHARES): (A) FIRST, BY DISTRIBUTING 0.1% OF THE WINDING UP SURPLUS OR, IF LOWER, £1 AMONG THE HOLDERS OF DEFERRED SHARES (IF ANY) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF DEFERRED SHARES; (B) SECOND, BY PAYING A SUM EQUAL TO £Y WHICH SUM SHALL BE DISTRIBUTED AS TO 99.999% TO THE HOLDERS OF A3 SHARES PRO RATA ACCORDING TO THEIR RESPECTIVE AGGREGATE PREFERENCE AMOUNT AND 0.001% AMONG THE HOLDERS OF THE ORDINARY SHARES, ORDINARY 2 SHARES, A SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO RATA TO THE NUMBER OF SUCH SHARES HELD. FOR THESE PURPOSES £Y SHALL BE SUCH AMOUNT THAT WILL ALLOW THE HOLDERS OF THE A3 SHARES TO RECEIVE AN AMOUNT PER A3 SHARE HELD EQUAL TO THE PREFERENCE AMOUNT UNLESS THE WINDING UP SURPLUS IS INSUFFICIENT TO DISTRIBUTE SUCH AMOUNT, IN WHICH CASE £Y SHALL BE THE REMAINING WINDING UP SURPLUS WHICH SHALL BE DISTRIBUTED IN ACCORDANCE WITH THIS ARTICLE 4.2.1(B). (C) THIRD, BY PAYING A SUM EQUAL TO £Z WHICH SUM SHALL BE DISTRIBUTED AS TO 0.001% TO THE HOLDERS OF THE A3 SHARES PRO RATA TO THE NUMBER OF SHARES HELD AND 99.999% AMONG THE HOLDERS OF THE ORDINARY SHARES, ORDINARY 2 SHARES, A SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF SHARES HELD. FOR THESE PURPOSES £Z SHALL BE SUCH AMOUNT THAT WILL ALLOW THE HOLDERS OF THE ORDINARY SHARES, ORDINARY 2 SHARES, A SHARES, B ORDINARY SHARES AND C ORDINARY SHARES TO RECEIVE AN AMOUNT PER ORDINARY SHARE, ORDINARY 2 SHARE, A SHARE, B ORDINARY SHARE AND C ORDINARY SHARE (AS THE CASE MAY BE) EQUAL TO THE PREFERENCE AMOUNT UNLESS THE WINDING UP SURPLUS IS INSUFFICIENT TO DISTRIBUTE SUCH AMOUNT, IN WHICH CASE £Z SHALL BE

THE REMAINING WINDING UP SURPLUS WHICH SHALL BE DISTRIBUTED IN ACCORDANCE WITH THIS ARTICLE 4.2.1(C). (D) THEREAFTER DISTRIBUTING ANY REMAINING WINDING UP SURPLUS AMONGST THE HOLDERS OF THE EQUITY SHARES PARI PASSU PRO RATA TO THE NUMBER OF EQUITY SHARES HELD.

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>3670951</b>
		Total aggregate nominal value:	<b>1335599.335354</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.