

**Return of Allotment of Shares**Company Name: **JML HOLDCO LTD**Company Number: **14236520**Received for filing in Electronic Format on the: **14/09/2022**

XBCIXR1M

Shares Allotted (including bonus shares)

| Date or period during which shares are allotted | From | To |
|--|-------------------|----|
| | 25/08/2022 | |

| | | | |
|-------------------------|-----------------|-----------------------------|----------------|
| Class of Shares: | ORDINARY | Number allotted | 8869423 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 0 |
| | | Amount unpaid: | 0 |

Non-cash consideration

**THE TRANSFER OF SHARES PURSUANT TO CLAUSE 2 OF THE DEMERGER AGREEMENT
DATED ON THE DATE OF THIS ALLOTMENT BETWEEN THE COMPANY AND THE
SUBSCRIBERS FOR SHARES (AMONGST OTHERS).**

| | | | |
|-------------------------|-------------------|-----------------------------|----------------|
| Class of Shares: | A ORDINARY | Number allotted | 2399177 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 0 |
| | | Amount unpaid: | 0 |

Non-cash consideration

**THE TRANSFER OF SHARES PURSUANT TO CLAUSE 2 OF THE DEMERGER AGREEMENT
DATED ON THE DATE OF THIS ALLOTMENT BETWEEN THE COMPANY AND THE
SUBSCRIBERS FOR SHARES (AMONGST OTHERS).**

| | | | |
|-------------------------|-------------------|-----------------|---------------|
| Class of Shares: | B ORDINARY | Number allotted | 348896 |
|-------------------------|-------------------|-----------------|---------------|

| | | | |
|-----------|------------|-----------------------------|----------|
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 0 |
| | | Amount unpaid: | 0 |

Non-cash consideration

**THE TRANSFER OF SHARES PURSUANT TO CLAUSE 2 OF THE DEMERGER AGREEMENT
DATED ON THE DATE OF THIS ALLOTMENT BETWEEN THE COMPANY AND THE
SUBSCRIBERS FOR SHARES (AMONGST OTHERS).**

| | | | |
|-------------------------|-------------------|-----------------------------|---------------|
| Class of Shares: | C ORDINARY | Number allotted | 882503 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 0 |
| | | Amount unpaid: | 0 |

Non-cash consideration

**THE TRANSFER OF SHARES PURSUANT TO CLAUSE 2 OF THE DEMERGER AGREEMENT
DATED ON THE DATE OF THIS ALLOTMENT BETWEEN THE COMPANY AND THE
SUBSCRIBERS FOR SHARES (AMONGST OTHERS).**

Statement of Capital (Share Capital)

| | | | |
|------------------|----------|--------------------------|---------|
| Class of Shares: | ORDINARY | Number allotted | 8869424 |
| Currency: | GBP | Aggregate nominal value: | 8869424 |

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION. SUBJECT TO THE RIGHTS ATTACHING TO THE OTHER SHARE CLASSES, THE SHARES SHALL HAVE THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL IN ACCORDANCE WITH ARTICLE 22. THE SHARE SHALL BE ENTITLED TO PARTICIPATE IN ANY DIVIDEND, IN ACCORDANCE WITH ARTICLE 23.

| | | | |
|------------------|----------|--------------------------|---------|
| Class of Shares: | A | Number allotted | 2399177 |
| | ORDINARY | Aggregate nominal value: | 2399177 |
| Currency: | GBP | | |

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION. SUBJECT TO THE RIGHTS ATTACHING TO THE OTHER SHARE CLASSES, THE SHARES SHALL HAVE THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL IN ACCORDANCE WITH ARTICLE 22. THE SHARE SHALL BE ENTITLED TO PARTICIPATE IN ANY DIVIDEND, IN ACCORDANCE WITH ARTICLE 23.

| | | | |
|------------------|----------|--------------------------|--------|
| Class of Shares: | B | Number allotted | 348896 |
| | ORDINARY | Aggregate nominal value: | 348896 |
| Currency: | GBP | | |

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION. SUBJECT TO THE RIGHTS ATTACHING TO THE OTHER SHARE CLASSES, THE SHARES SHALL HAVE THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL IN ACCORDANCE WITH ARTICLE 22. THE SHARE SHALL BE ENTITLED TO PARTICIPATE IN ANY DIVIDEND, IN ACCORDANCE WITH ARTICLE 23.

| | | | |
|-------------------------|-----------------|--------------------------|---------------|
| Class of Shares: | C | Number allotted | 882503 |
| | ORDINARY | Aggregate nominal value: | 882503 |

Currency: **GBP**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING RIGHTS IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION. SUBJECT TO THE RIGHTS ATTACHING TO THE OTHER SHARE CLASSES, THE SHARES SHALL HAVE THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL IN ACCORDANCE WITH ARTICLE 22. THE SHARE SHALL BE ENTITLED TO PARTICIPATE IN ANY DIVIDEND, IN ACCORDANCE WITH ARTICLE 23.

Statement of Capital (Totals)

| | | | |
|-----------|------------|--------------------------------|-----------------|
| Currency: | GBP | Total number of shares: | 12500000 |
| | | Total aggregate nominal value: | 12500000 |
| | | 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.