

**Return of Allotment of Shares**Company Name: **BRIDGE TOPCO UK LIMITED**Company Number: **14682992**Received for filing in Electronic Format on the: **27/06/2023**

XC6L2XM9

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>06/04/2023</b>	

<b>Class of Shares:</b>	<b>A ORDINARY</b>	Number allotted	<b>572900</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.01</b>
		Amount paid:	<b>1</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>22423205</b>
	<b>PREFERENCE</b>	Nominal value of each share	<b>1</b>
<b>Currency:</b>	<b>GBP</b>	Amount paid:	<b>1</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

<b>Class of Shares:</b>	<b>B ORDINARY</b>	Number allotted	<b>249500</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.01</b>
		Amount paid:	<b>1</b>
		Amount unpaid:	<b>0</b>

Non-cash consideration

**222,000 B ORDINARY SHARES AND 14,693,095 B PREFERENCE SHARES ISSUED IN  
CONSIDERATION OF THE TRANSFER OF 14,915,095 UNSECURED HOLDCO LOAN  
NOTES 2031 TO BRIDGE TOPCO UK LIMITED PURSUANT TO A PUT AND CALL OPTION  
AGREEMENT**

<b>Class of Shares:</b>	<b>B</b>	Number allotted	<b>14693095</b>
	<b>PREFERENCE</b>	Nominal value of each share	<b>1</b>
Currency:	<b>GBP</b>	Amount paid:	<b>1</b>
		Amount unpaid:	<b>0</b>

Non-cash consideration

**222,000 B ORDINARY SHARES AND 14,693,095 B PREFERENCE SHARES ISSUED IN  
CONSIDERATION OF THE TRANSFER OF 14,915,095 UNSECURED HOLDCO LOAN  
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AGREEMENT**

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## Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>573000</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>5730</b>

Currency: **GBP**

Prescribed particulars

**THE A ORDINARY SHARES CARRY FULL VOTING RIGHTS AND RIGHTS TO A DIVIDEND SUBJECT TO THE PROVISIONS OF ARTICLE 4. ON A CAPITAL DISTRIBUTION (INCLUDING WINDING UP) THE A ORDINARY SHARES RANK PARI PASSU WITH THE B ORDINARY SHARES BUT BEHIND THE DEFERRED SHARES, THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES. THEY DO NOT CONFER RIGHTS OF REDEMPTION.**

<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>22423205</b>
	<b>PREFERENCE</b>	Aggregate nominal value:	<b>22423205</b>

Currency: **GBP**

Prescribed particulars

**NO VOTING RIGHTS. RIGHT TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND. ON A CAPITAL DISTRIBUTION (INCLUDING WINDING UP) THE A PREFERENCE SHARES RANK PARI PASSU WITH THE B PREFERENCE SHARES BUT AHEAD OF THE DEFERRED SHARES, THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES THEY CONFER RIGHTS OF REDEMPTION.**

<b>Class of Shares:</b>	<b>B</b>	Number allotted	<b>249500</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>2495</b>

Currency: **GBP**

Prescribed particulars

**THE B ORDINARY SHARES CARRY FULL VOTING RIGHTS AND RIGHTS TO A DIVIDEND SUBJECT TO THE PROVISIONS OF ARTICLE 4. ON A CAPITAL DISTRIBUTION (INCLUDING WINDING UP) THE B ORDINARY SHARES RANK PARI PASSU WITH THE A ORDINARY SHARES BUT BEHIND THE DEFERRED SHARES, THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES. THEY DO NOT CONFER RIGHTS OF REDEMPTION.**

<b>Class of Shares:</b>	<b>B</b>	Number allotted	<b>14693095</b>
	<b>PREFERENCE</b>	Aggregate nominal value:	<b>14693095</b>

Currency: **GBP**

Prescribed particulars

**NO VOTING RIGHTS. RIGHT TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND. ON A CAPITAL DISTRIBUTION (INCLUDING WINDING UP) THE A PREFERENCE SHARES RANK PARI PASSU WITH THE A PREFERENCE SHARES BUT AHEAD OF THE DEFERRED SHARES, THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE C ORDINARY SHARES THEY CONFER RIGHTS OF REDEMPTION.**

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>37938800</b>
		Total aggregate nominal value:	<b>37124525</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.