

**Return of Allotment of Shares**Company Name: **GIGACLEAR TOPCO LIMITED**Company Number: **14729817**Received for filing in Electronic Format on the: **23/06/2023**

XC6ALNDM

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>16/06/2023</b>	

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>112057483</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.01</b>
		Amount paid:	<b>0</b>
		Amount unpaid:	<b>0</b>

Non-cash consideration

**IN EXCHANGE FOR SHARES OF THE SAME NUMBER AND CLASS IN GIGACLEAR LIMITED**

<b>Class of Shares:</b>	<b>A ORDINARY</b>	Number allotted	<b>128800</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.01</b>
		Amount paid:	<b>0</b>
		Amount unpaid:	<b>0</b>

Non-cash consideration

**IN EXCHANGE FOR SHARES OF THE SAME NUMBER AND CLASS IN GIGACLEAR LIMITED**

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## Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>112057483</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>1120574.83</b>

Prescribed particulars

**THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.**

<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>128800</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>1288</b>
Currency:	<b>GBP</b>		

Prescribed particulars

VOTING RIGHTS OF THE A ORDINARY SHARES SHALL BETWEEN THEM CARRY SUCH NUMBER OF VOTES AS WHEN SUCH NUMBER OF VOTES IS AGGREGATED WITH THE NUMBER OF VOTES CAPABLE OF BEING CAST ON THE ORDINARY SHARES IS EQUAL TO THE A SHARE PROPORTION (CALCULATED BY REFERENCE TO THE ARTICLES) OF THAT AGGREGATED NUMBER OF VOTES (AND EACH HOLDER OF A ORDINARY SHARES SHALL BE ENTITLED TO CAST A NUMBER OF VOTES PRO RATA TO THE NUMBER OF A ORDINARY SHARES HELD BY THEM) AND, FOR THE AVOIDANCE OF DOUBT, THE NUMBER OF VOTES SUCH A ORDINARY SHARES SHALL CARRY BETWEEN THEM SHALL NEVER EXCEED SEVEN PER CENT. OF THE SHARES IN ISSUE CARRYING VOTING RIGHTS AT ANY TIME. DISTRIBUTIONS HAVING FIRST TAKEN INTO ACCOUNT SUCH PROPORTION OF THE AMOUNT TO BE DISTRIBUTED ACCORDING TO THE RIGHTS ATTACHING TO ANY NEW CLASS OF SHARES HAVING BEEN CREATED AND ISSUED AFTER THE VALUATION DATE (CALCULATED BY REFERENCE TO THE ARTICLES), THE A SHARE PROPORTION OF THE BALANCE OF THE AMOUNT TO BE DISTRIBUTED SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF A ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF A ORDINARY SHARES HELD BY THEM, PROVIDED THAT IF AT THAT TIME THERE ARE FEWER THAN 140,000 A ORDINARY SHARES IN ISSUE, THE A SHARE PROPORTION SHALL BE REDUCED BY A FRACTION EQUAL TO E (AS CALCULATED BY REFERENCE TO THE ARTICLES). RETURN OF CAPITAL ON A RETURN OF ASSETS ON A LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE DISTRIBUTED TO HOLDERS OF A ORDINARY SHARES AS FOLLOWS: (A) HAVING FIRST TAKEN INTO ACCOUNT SUCH PROPORTION OF THE AMOUNT TO BE DISTRIBUTED ACCORDING TO THE RIGHTS ATTACHING TO ANY NEW CLASS OF SHARES HAVING BEEN CREATED AND ISSUED AFTER THE VALUATION DATE, THE BALANCE OF THE AMOUNT TO BE DISTRIBUTED ON THE A ORDINARY SHARES SHALL BE AN AMOUNT EQUAL TO THE GREATER OF: • £0.01 PER A ORDINARY SHARE; AND • THE A SHARE PROPORTION OF THE AMOUNT TO BE DISTRIBUTED, WHICH SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF A ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF A ORDINARY SHARES HELD BY THEM PROVIDED THAT IF AT THAT TIME THERE ARE FEWER THAN 140,000 A ORDINARY SHARES IN ISSUE, THE A SHARE PROPORTION SHALL BE REDUCED BY A FRACTION EQUAL TO E. THE A ORDINARY SHARES DO NOT CONFER ANY RIGHT OF REDEMPTION.

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>112186283</b>
		Total aggregate nominal value:	<b>1121862.83</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.