In accordance with Section 555 of the Companies Act 2006.

SH01
Return of allotment of shares

Companies House

Go online to file this information
www.gov.uk/companieshouse

✓ **What this form is for**
You may use this form to give notice of shares allotted following incorporation.

✗ **What this form is**
You cannot use this notice of shares tak on formation of the for an allotment of shares by an unlim

WEDNESDAY

S7K629AB
SCT 05/12/2018 #393
COMPANIES HOUSE

1 Company details

Company number: S C 5 3 7 2 5 2

Company name in full: BUILD A ROCKET BOY LTD.

→ **Filling in this form**
Please complete in typescript or in bold black capitals.
All fields are mandatory unless specified or indicated by *.

2 Allotment dates ❶

From Date: d 1 0 m 1 0 y 2 0 1 8

To Date: d d m m y y y y

❶ **Allotment date**
If all shares were allotted on the same day enter that date in the 'from date' box. If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes.

3 Shares allotted

Please give details of the shares allotted, including bonus shares.
(Please use a continuation page if necessary.)

❷ **Currency**
If currency details are not completed we will assume currency is in pound sterling.

Currency ❷	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
	SERIES A	339,360	£0.0000001	£6.62	0

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.

Continuation page
Please use a continuation page if necessary.

Details of non-cash consideration.

If a PLC, please attach valuation report (if appropriate)

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4 Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, $, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, $, etc) Including both the nominal value and any share premium
Currency table A				
	ORDINARY A	10,000,000	£1.00	
	SERIES A	1,245,704	£0.12	
	Totals	11,245,704	£1.12	0
Currency table B				
	Totals			
Currency table C				
	Totals			

	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
Totals (including continuation pages)	11,245,704	£1.12	0

❶ Please list total aggregate values in different currencies separately. For example: £100 + €100 + $10 etc.

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5 Statement of capital (prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in Section 4.

Class of share	
Prescribed particulars ❶	SEE CONTINUATION PAGES
Class of share	
Prescribed particulars ❶	
Class of share	
Prescribed particulars ❶	

❶ **Prescribed particulars of rights attached to shares**

The particulars are:
a particulars of any voting rights, including rights that arise only in certain circumstances;
b particulars of any rights, as respects dividends, to participate in a distribution;
c particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

Continuation page
Please use a Statement of Capital continuation page if necessary.

6 Signature

I am signing this form on behalf of the company.

Signature

Signature
X X

This form may be signed by:
Director ❷, Secretary, Person authorised ❸, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

❷ **Societas Europaea**
If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

❸ **Person authorised**
Under either section 270 or 274 of the Companies Act 2006.

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name REF: RO/3704/1

Company name LINDSAYS

Address CALEDONIAN EXCHANGE

19A CANNING STREET

Post town EDINBURGH

County/Region

Postcode E H 3 8 H E

Country

DX ED25

Telephone 0131 229 1212

Checklist

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have shown the date(s) of allotment in section 2.
- ☐ You have completed all appropriate share details in section 3.
- ☐ You have completed the relevant sections of the statement of capital.
- ☐ You have signed the form.

Important information

Please note that all information on this form will appear on the public record.

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	ORDINARY A
Prescribed particulars	THE ORDINARY A SHARES SHALL CONFER ON EACH HOLDER OF ORDINARY A SHARES THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE, WITH INVESTOR MAJORITY CONSENT AND THE CONSENT OF THE FOUNDER, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE SHARES (PARI PASSU) AS IF THE SHARES CONSTITUTED ONE CLASS OF SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SHARES. SUBJECT TO THE SUBSCRIPTION AND SHAREHOLDERS' AGREEMENT, ON A DISTRIBUTION OF ASSETS ON ANY LIQUIDATION, DISSOLUTION, WINDING UP OF THE COMPANY (A "LIQUIDATION EVENT") OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO SO SO): (a) FIRST IN PAYING TO EACH OF THE SERIES A SHAREHOLDERS, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES) (THE "INITIAL PAYMENT"); AND (b) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE ORDINARY SHARES PRO RATA (AS IF THE ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD, PROVIDED THAT A SERIES A SHAREHOLDER RECEIVING AN INITIAL PAYMENT PURSUANT TO CLAUSE 5(A) SHALL NOT BE ENTITLED TO THE BALANCE UNDER CLAUSE 5(B). THE SERIES A SHARES ARE CONVERTIBLE BY THE HOLDERS THEREOF INTO ORDINARY A SHARES BY WRITTEN NOTICE TO THE COMPANY AND ARE AUTOMATICALLY CONVERTED BY WRITTEN NOTICE GIVEN BY THE INVESTOR MAJORITY OR UPON A QUALIFYING PUBLIC OFFERING. THE EXPRESSIONS "INVESTOR MAJORITY", "FOUNDER", "FINANCIAL YEAR", "PREFERENCE AMOUNT", ORDINARY SHARES", "QUALIFYING PUBLIC OFFERING" AND "SHARES" ARE DEFINED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY ADOPTED ON 7 SEPTEMBER 2018.

In accordance with Section 555 of the Companies Act 2006.

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	SERIES A
Prescribed particulars	THE SERIES A SHARES SHALL CONFER ON EACH HOLDER OF SERIES A SHARES THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE WITH INVESTOR MAJORITY CONSENT AND THE CONSENT OF THE FOUNDER TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE SHARES (PARI PASSU) AS IF THE SHARES CONSTITUTED ONE CLASS OF SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SHARES. SUBJECT TO THE SUBSCRIPTION AND SHAREHOLDERS' AGREEMENT, ON A DISTRIBUTION OF ASSETS ON ANY LIQUIDATION, DISSOLUTION, WINDING UP OF THE COMPANY (A "LIQUIDATION EVENT") OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO SO SO): (a) FIRST IN PAYING TO EACH OF THE SERIES A SHAREHOLDERS, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES) (THE "INITIAL PAYMENT"); AND (b) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE ORDINARY SHARES PRO RATA (AS IF THE ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD, PROVIDED THAT A SERIES A SHAREHOLDER RECEIVING AN INITIAL PAYMENT PURSUANT TO CLAUSE 5(A) SHALL NOT BE ENTITLED TO THE BALANCE UNDER CLAUSE 5(B). THE SERIES A SHARES ARE CONVERTIBLE BY THE HOLDERS THEREOF INTO ORDINARY A SHARES BY WRITTEN NOTICE TO THE COMPANY AND ARE AUTOMATICALLY CONVERTED BY WRITTEN NOTICE GIVEN BY THE INVESTOR MAJORITY OR UPON A QUALIFYING PUBLIC OFFERING. THE EXPRESSIONS "INVESTOR MAJORITY", "FOUNDER", "FINANCIAL YEAR", "ORDINARY SHARES", "PREFERENCE AMOUNT", AND QUALIFYING PUBLIC OFFERING" AND "SHARES" ARE DEFINED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY ADOPTED ON 7 SEPTEMBER 2018.