

**Return of Allotment of Shares**Company Name: **SECRET ESCAPES LIMITED**Company Number: **07026107**Received for filing in Electronic Format on the: **09/12/2020**

X9JIP5FN

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	09/11/2020	13/11/2020

Class of Shares:	SERIES E	Number allotted	274446
	PREFERRED	Nominal value of each share	0.001
Currency:	GBP	Amount paid:	54.6554
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	ORDINARY	Number allotted	241
		Nominal value of each share	0.001
Currency:	GBP	Amount paid:	0.001
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	ORDINARY	Number allotted	1000
		Nominal value of each share	0.001
Currency:	GBP	Amount paid:	1.074
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	SERIES D	Number allotted	15233
	PREFERRED	Nominal value of each share	0.001
Currency:	GBP	Amount paid:	0.001
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	SERIES C	Number allotted	10138
	PREFERRED	Nominal value of each share	0.001
Currency:	GBP	Amount paid:	0.001
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	45997
	ORDINARY	Aggregate nominal value:	45.997

Currency: **GBP**

Prescribed particulars

THE A ORDINARY SHARES DO NOT HAVE VOTING OR DIVIDEND RIGHTS ATTACHED TO THEM, AND THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. THE A ORDINARY SHARES HAVE THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF CAPITAL ABOVE THE A THRESHOLD VALUE (AS DEFINED IN THE COMPANY'S ARTICLES OF ASSOCIATION) IN PROPORTION TO THE NUMBER OF A ORDINARY SHARES AND ORDINARY SHARES HELD, BUT SUBJECT TO THE RIGHTS ATTACHING TO THE ORDINARY SHARES, SERIES B-1 PREFERRED SHARES, SERIES B-2 PREFERRED SHARES, SERIES C PREFERRED SHARES, SERIES D PREFERRED SHARES AND SERIES E PREFERRED SHARES.

Class of Shares:	B	Number allotted	39318
	ORDINARY	Aggregate nominal value:	39.318

Currency: **GBP**

Prescribed particulars

THE B ORDINARY SHARES DO NOT HAVE VOTING OR DIVIDEND RIGHTS ATTACHED TO THEM, AND THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. THE B ORDINARY SHARES HAVE THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF CAPITAL. ABOVE THE B THRESHOLD VALUE (AS DEFINED IN THE COMPANY'S ARTICLES OF ASSOCIATION) IN PROPORTION TO THE NUMBER OF B ORDINARY SHARES, A ORDINARY SHARES AND ORDINARY SHARES HELD, BUT SUBJECT TO THE RIGHTS ATTACHING TO THE ORDINARY SHARES, SERIES B-1 PREFERRED SHARES, SERIES B-2 PREFERRED SHARES, SERIES C PREFERRED SHARES, SERIES D PREFERRED SHARES AND SERIES E PREFERRED SHARES.

Class of Shares:	C	Number allotted	11390
	ORDINARY	Aggregate nominal value:	11.39

Currency: **GBP**

Prescribed particulars

THE C ORDINARY SHARES DO NOT HAVE VOTING OR DIVIDEND RIGHTS ATTACHED TO THEM, AND THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. THE C ORDINARY SHARES HAVE THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF CAPITAL ABOVE THE C THRESHOLD VALUE (AS DEFINED IN THE COMPANY'S ARTICLES OF ASSOCIATION) IN PROPORTION TO THE NUMBER OF C ORDINARY SHARES, B ORDINARY SHARES, A ORDINARY SHARES AND ORDINARY SHARES HELD, BUT SUBJECT TO THE RIGHTS ATTACHING TO THE ORDINARY SHARES, SERIES B-1 PREFERRED SHARES, SERIES B-2 PREFERRED SHARES, SERIES C PREFERRED SHARES, SERIES D PREFERRED SHARES AND SERIES E PREFERRED SHARES.

Class of Shares:	D	Number allotted	4993510
	ORDINARY	Aggregate nominal value:	4993.51

Currency: GBP

Prescribed particulars

THE D ORDINARY SHARES DO NOT HAVE VOTING OR DIVIDEND RIGHTS ATTACHED TO THEM, AND THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. THE D ORDINARY SHARES HAVE THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF CAPITAL ABOVE THE D THRESHOLD VALUE (AS DEFINED IN THE COMPANY'S ARTICLES OF ASSOCIATION) IN PROPORTION TO THE NUMBER OF D ORDINARY, C ORDINARY SHARES, B ORDINARY SHARES, A ORDINARY SHARES AND ORDINARY SHARES HELD, BUT SUBJECT TO THE RIGHTS ATTACHING TO THE ORDINARY SHARES, SERIES B-1 PREFERRED SHARES, SERIES B-2 PREFERRED SHARES, SERIES C PREFERRED SHARES, SERIES D PREFERRED SHARES AND SERIES E PREFERRED SHARES.

Class of Shares:	DEFERRED	Number allotted	348632
Currency:	GBP	Aggregate nominal value:	348.632

Prescribed particulars

A) THE DEFERRED SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY; B) THE DEFERRED SHARES HAVE NO RIGHT TO A DIVIDEND; C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL THE HOLDERS OF DEFERRED SHARES, IF ANY, SHALL HAVE THE RIGHT (IN PRIORITY TO ANY OTHER CLASSES OF

SHARE) TO RECEIVE A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES);AND D) THE DEFERRED SHARES MAY BE REDEEMED BY THE COMPANY AT ANY TIME AT ITS OPTION FOR ONE PENNY FOR ALL THE DEFERRED SHARES REGISTERED IN THE NAME OF ANY HOLDER WITHOUT OBTAINING THE SANCTION OF THE HOLDER OR HOLDERS.

Class of Shares:	ORDINARY	Number allotted	1362745
Currency:	GBP	Aggregate nominal value:	1362.745

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR REPURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: (1) FIRST, IN PAYING TO EACH OF THE SERIES E SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES E ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES E SHARE HELD. (2) SECOND, IN PAYING TO EACH OF THE SERIES D SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES D ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES D SHARE HELD. (3) THIRD, IN PAYING TO EACH OF THE SERIES C SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES C ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES C SHARE HELD. (4) FOURTH, IN PAYING A SUM EQUAL TO £W PLUS £1,000 (WHERE W IS AN AMOUNT EQUAL TO THE SERIES B-2 ISSUE PRICE MULTIPLIED BY THE NUMBER OF SERIES B-2 PREFERRED SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE SERIES B-2 PREFERRED SHARES IN ISSUE) TO BE DISTRIBUTED (5) FIFTH, IN PAYING A SUM EQUAL TO £W PLUS £1,000 (WHERE W IS AN AMOUNT EQUAL TO THE SERIES B-1 ISSUE PRICE MULTIPLIED BY THE NUMBER OF SERIES B-1 PREFERRED SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE SERIES B-1 PREFERRED SHARES IN ISSUE) TO BE DISTRIBUTED. (6) SIXTH, AFTER SETTLEMENT IN FULL OF THE AMOUNTS PAYABLE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(III) (INCLUSIVE), IN PAYING A SUM EQUAL TO £Y PLUS £1,000 (WHERE Y IS AN AMOUNT EQUAL TO THE AGGREGATE ISSUE PRICE PAID OR DEEMED TO HAVE BEEN PAID IN RESPECT OF ALL OF THE ORDINARY SHARES IN

ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE ORDINARY SHARES IN ISSUE) TO BE DISTRIBUTED: (7) SEVENTH, AFTER SETTLEMENT IN FULL OF THE AMOUNTS PAYABLE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(IV) (INCLUSIVE) ABOVE, IN PAYING: A. TO THE HOLDERS OF ORDINARY SHARES, AN AMOUNT ("P") CALCULATED AS FOLLOWS: $P = RP - TR$ WHERE: P=THE AMOUNT TO BE DISTRIBUTED IN RESPECT OF SUCH PRE-SERIES B/A ORDINARY SHARE PURSUANT TO THIS ARTICLE 5.1(A)(V); RP=THE SERIES A ISSUE PRICE; AND TR=THE TOTAL AMOUNT DISTRIBUTED IN RESPECT OF SUCH PRE-SERIES B/A ORDINARY SHARE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(IV) (INCLUSIVE); AND B. TO THE HOLDERS OF ORDINARY SHARES, £0.0001 IN RESPECT OF EACH ORDINARY SHARE HELD WHICH IS NOT A PRE-SERIES B/A ORDINARY SHARE, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD.

Class of Shares:	SERIES	Number allotted	441278
	B-1	Aggregate nominal value:	441.278
	PREFERRED		
Currency:	GBP		

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR REPURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: (1) FIRST, IN PAYING TO EACH OF THE SERIES E SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES E ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES E SHARE HELD. (2) SECOND, IN PAYING TO EACH OF THE SERIES D SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES D ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES D SHARE HELD. (3) THIRD, IN PAYING TO EACH OF THE SERIES C SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES C ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES C SHARE HELD. (4) FOURTH, IN PAYING A SUM EQUAL TO £W PLUS £1,000 (WHERE W IS AN AMOUNT EQUAL TO THE SERIES B-2 ISSUE PRICE MULTIPLIED BY THE NUMBER OF SERIES B-2 PREFERRED SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE SERIES

B-2 PREFERRED SHARES IN ISSUE) TO BE DISTRIBUTED (5) FIFTH, IN PAYING A SUM EQUAL TO £W PLUS £1,000 (WHERE W IS AN AMOUNT EQUAL TO THE SERIES B-1 ISSUE PRICE MULTIPLIED BY THE NUMBER OF SERIES B-1 PREFERRED SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE SERIES B-1 PREFERRED SHARES IN ISSUE) TO BE DISTRIBUTED. (6) SIXTH, AFTER SETTLEMENT IN FULL OF THE AMOUNTS PAYABLE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(III) (INCLUSIVE), IN PAYING A SUM EQUAL TO £Y PLUS £1,000 (WHERE Y IS AN AMOUNT EQUAL TO THE AGGREGATE ISSUE PRICE PAID OR DEEMED TO HAVE BEEN PAID IN RESPECT OF ALL OF THE ORDINARY SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE ORDINARY SHARES IN ISSUE) TO BE DISTRIBUTED: (7) SEVENTH, AFTER SETTLEMENT IN FULL OF THE AMOUNTS PAYABLE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(IV) (INCLUSIVE) ABOVE, IN PAYING: A. TO THE HOLDERS OF ORDINARY SHARES, AN AMOUNT ("P") CALCULATED AS FOLLOWS: $P = RP - TR$ WHERE: P=THE AMOUNT TO BE DISTRIBUTED IN RESPECT OF SUCH PRE-SERIES B/A ORDINARY SHARE PURSUANT TO THIS ARTICLE 5.1(A)(V); RP=THE SERIES A ISSUE PRICE; AND TR=THE TOTAL AMOUNT DISTRIBUTED IN RESPECT OF SUCH PRE-SERIES B/A ORDINARY SHARE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(IV) (INCLUSIVE); AND B. TO THE HOLDERS OF ORDINARY SHARES, £0.0001 IN RESPECT OF EACH ORDINARY SHARE HELD WHICH IS NOT A PRE-SERIES B/A ORDINARY SHARE, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD.

Class of Shares:	SERIES	Number allotted	95900
	B-2	Aggregate nominal value:	95.9
	PREFERRED		

Currency: **GBP**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR REPURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: (1) FIRST, IN PAYING TO EACH OF THE SERIES E SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES E ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES E SHARE HELD. (2) SECOND, IN PAYING TO EACH OF THE SERIES D SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF

SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES D ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES D SHARE HELD. (3) THIRD, IN PAYING TO EACH OF THE SERIES C SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES C ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES C SHARE HELD. (4) FOURTH, IN PAYING A SUM EQUAL TO £W PLUS £1,000 (WHERE W IS AN AMOUNT EQUAL TO THE SERIES B-2 ISSUE PRICE MULTIPLIED BY THE NUMBER OF SERIES B-2 PREFERRED SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE SERIES B-2 PREFERRED SHARES IN ISSUE) TO BE DISTRIBUTED (5) FIFTH, IN PAYING A SUM EQUAL TO £W PLUS £1,000 (WHERE W IS AN AMOUNT EQUAL TO THE SERIES B-1 ISSUE PRICE MULTIPLIED BY THE NUMBER OF SERIES B-1 PREFERRED SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE SERIES B-1 PREFERRED SHARES IN ISSUE) TO BE DISTRIBUTED. (6) SIXTH, AFTER SETTLEMENT IN FULL OF THE AMOUNTS PAYABLE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(III) (INCLUSIVE), IN PAYING A SUM EQUAL TO £Y PLUS £1,000 (WHERE Y IS AN AMOUNT EQUAL TO THE AGGREGATE ISSUE PRICE PAID OR DEEMED TO HAVE BEEN PAID IN RESPECT OF ALL OF THE ORDINARY SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE ORDINARY SHARES IN ISSUE) TO BE DISTRIBUTED: (7) SEVENTH, AFTER SETTLEMENT IN FULL OF THE AMOUNTS PAYABLE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(IV) (INCLUSIVE) ABOVE, IN PAYING: A. TO THE HOLDERS OF ORDINARY SHARES, AN AMOUNT ("P") CALCULATED AS FOLLOWS: $P = RP - TR$ WHERE: P=THE AMOUNT TO BE DISTRIBUTED IN RESPECT OF SUCH PRE-SERIES B/A ORDINARY SHARE PURSUANT TO THIS ARTICLE 5.1(A)(V); RP=THE SERIES A ISSUE PRICE; AND TR=THE TOTAL AMOUNT DISTRIBUTED IN RESPECT OF SUCH PRE-SERIES B/A ORDINARY SHARE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(IV) (INCLUSIVE); AND B. TO THE HOLDERS OF ORDINARY SHARES, £0.0001 IN RESPECT OF EACH ORDINARY SHARE HELD WHICH IS NOT A PRE-SERIES B/A ORDINARY SHARE, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD.

Class of Shares:	SERIES	Number allotted	442663
	C	Aggregate nominal value:	442.663
	PREFERRED		
Currency:	GBP		
Prescribed particulars			

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR REPURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: (1) FIRST, IN PAYING TO EACH OF THE SERIES E SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES E ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES E SHARE HELD. (2) SECOND, IN PAYING TO EACH OF THE SERIES D SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES D ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES D SHARE HELD. (3) THIRD, IN PAYING TO EACH OF THE SERIES C SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES C ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES C SHARE HELD. (4) FOURTH, IN PAYING A SUM EQUAL TO $\text{£}W$ PLUS $\text{£}1,000$ (WHERE W IS AN AMOUNT EQUAL TO THE SERIES B-2 ISSUE PRICE MULTIPLIED BY THE NUMBER OF SERIES B-2 PREFERRED SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE SERIES B-2 PREFERRED SHARES IN ISSUE) TO BE DISTRIBUTED (5) FIFTH, IN PAYING A SUM EQUAL TO $\text{£}W$ PLUS $\text{£}1,000$ (WHERE W IS AN AMOUNT EQUAL TO THE SERIES B-1 ISSUE PRICE MULTIPLIED BY THE NUMBER OF SERIES B-1 PREFERRED SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE SERIES B-1 PREFERRED SHARES IN ISSUE) TO BE DISTRIBUTED. (6) SIXTH, AFTER SETTLEMENT IN FULL OF THE AMOUNTS PAYABLE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(III) (INCLUSIVE), IN PAYING A SUM EQUAL TO $\text{£}Y$ PLUS $\text{£}1,000$ (WHERE Y IS AN AMOUNT EQUAL TO THE AGGREGATE ISSUE PRICE PAID OR DEEMED TO HAVE BEEN PAID IN RESPECT OF ALL OF THE ORDINARY SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE ORDINARY SHARES IN ISSUE) TO BE DISTRIBUTED: (7) SEVENTH, AFTER SETTLEMENT IN FULL OF THE AMOUNTS PAYABLE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(IV) (INCLUSIVE) ABOVE, IN PAYING: A. TO THE HOLDERS OF ORDINARY SHARES, AN AMOUNT ("P") CALCULATED AS FOLLOWS: $P = RP - TR$ WHERE: P=THE AMOUNT TO BE DISTRIBUTED IN RESPECT OF SUCH PRE-SERIES B/A ORDINARY SHARE PURSUANT TO THIS ARTICLE 5.1(A)(V); RP=THE SERIES A ISSUE PRICE; AND TR=THE TOTAL AMOUNT DISTRIBUTED IN RESPECT OF SUCH PRE-SERIES B/A ORDINARY SHARE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(IV) (INCLUSIVE); AND B. TO THE HOLDERS OF ORDINARY SHARES, $\text{£}0.0001$ IN RESPECT OF EACH ORDINARY SHARE HELD WHICH IS NOT A PRE-SERIES B/A ORDINARY SHARE, THE BALANCE OF THE SURPLUS

ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD.

Class of Shares:	SERIES	Number allotted	486908
	D	Aggregate nominal value:	486.908
	PREFERRED		

Currency: GBP

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR REPURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED: (8) FIRST, IN PAYING TO EACH OF THE SERIES E SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES E ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES E SHARE HELD. (9) SECOND, IN PAYING TO EACH OF THE SERIES D SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES D ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES D SHARE HELD. (10) THIRD, IN PAYING TO EACH OF THE SERIES C SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE RELEVANT SERIES C ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES C SHARE HELD. (11) FOURTH, IN PAYING A SUM EQUAL TO £W PLUS £1,000 (WHERE W IS AN AMOUNT EQUAL TO THE SERIES B-2 ISSUE PRICE MULTIPLIED BY THE NUMBER OF SERIES B-2 PREFERRED SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE SERIES B-2 PREFERRED SHARES IN ISSUE) TO BE DISTRIBUTED (12) FIFTH, IN PAYING A SUM EQUAL TO £W PLUS £1,000 (WHERE W IS AN AMOUNT EQUAL TO THE SERIES B-1 ISSUE PRICE MULTIPLIED BY THE NUMBER OF SERIES B-1 PREFERRED SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE SERIES B-1 PREFERRED SHARES IN ISSUE) TO BE DISTRIBUTED. (13) SIXTH, AFTER SETTLEMENT IN FULL OF THE AMOUNTS PAYABLE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(III) (INCLUSIVE), IN PAYING A SUM EQUAL TO £Y PLUS £1,000 (WHERE Y IS AN AMOUNT EQUAL TO THE AGGREGATE ISSUE PRICE PAID OR DEEMED TO HAVE BEEN PAID IN RESPECT OF ALL OF THE ORDINARY SHARES IN ISSUE, PLUS THE AMOUNT OF ANY ARREARS ON THE ORDINARY SHARES IN ISSUE) TO BE DISTRIBUTED: (14) SEVENTH, AFTER SETTLEMENT IN FULL OF THE AMOUNTS PAYABLE

PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(IV) (INCLUSIVE) ABOVE, IN PAYING: A.TO THE HOLDERS OF ORDINARY SHARES, AN AMOUNT ("P") CALCULATED AS FOLLOWS: $P = RP - TR$ WHERE: P=THE AMOUNT TO BE DISTRIBUTED IN RESPECT OF SUCH PRE-SERIES B/A ORDINARY SHARE PURSUANT TO THIS ARTICLE 5.1(A)(V); RP=THE SERIES A ISSUE PRICE; AND TR =THE TOTAL AMOUNT DISTRIBUTED IN RESPECT OF SUCH PRE-SERIES B/A ORDINARY SHARE PURSUANT TO ARTICLES 5.1(A)(I) TO 5.1(A)(IV) (INCLUSIVE); AND B.TO THE HOLDERS OF ORDINARY SHARES, £0.0001 IN RESPECT OF EACH ORDINARY SHARE HELD WHICH IS NOT A PRE-SERIES B/A ORDINARY SHARE, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD.

Class of Shares:	SERIES	Number allotted	1006305
	E	Aggregate nominal value:	1006.305
	PREFERRED		

Currency: **GBP**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR REPURCHASE OF SHARES) AND AFTER THE PAYMENT OF £1 TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) FOR THE ENTIRE CLASS OF DEFERRED SHARES, THE SERIES E PREFERRED SHARES HAVE THE RIGHT TO RECEIVE AN AMOUNT PER SHARE HELD EQUAL TO THE SERIES E ISSUE PRICE PLUS THE AMOUNT OF ANY ARREARS FOR EACH SERIES E SHARE HELD IN PRIORITY TO ALL OTHER CLASSES OF SHARE AS FURTHER SET OUT IN ARTICLE 5 OF THE COMPANY'S ARTICLES OF ASSOCIATION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	9274646
		Total aggregate nominal value:	9274.646
		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.



Companies House

COMPANY NAME: SECRET ESCAPES LIMITED

COMPANY NUMBER: 07026107

A second filed SH01 was registered on 07/01/21