

**Return of Allotment of Shares**Company Name: **DARKTRACE LIMITED**Company Number: **08562035**Received for filing in Electronic Format on the: **24/01/2020**

X8XBM2PD

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
22/01/2020

Class of Shares: ORDINARYCurrency: **GBP**Number allotted **80**Nominal value of each share **0.01**Amount paid: **0.01**Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	DEFERRED	Number allotted	118888
Currency:	GBP	Aggregate nominal value:	1188.88

Prescribed particulars

THE DEFERRED SHARES DO 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. SUBJECT TO THE COMPANIES ACTS, ANY DEFERRED SHARES MAY BE REDEEMED BY THE COMPANY AT ANY TIME AT ITS OPTION FOR ONE POUND FOR ALL THE DEFERRED SHARES REGISTERED IN THE NAME OF ANY HOLDER(S) WITHOUT OBTAINING THE SANCTION OF THE HOLDER(S).

Class of Shares:	ORDINARY	Number allotted	1761619
Currency:	GBP	Aggregate nominal value:	17616.19

Prescribed particulars

THE ORDINARY SHARES ARE NON-REDEEMABLE, HOLD FULL VOTING RIGHTS, ENTITLE THE HOLDERS TO FULL PARTICIPATION IN RESPECT OF EQUITY AND IN THE EVENT OF A WINDING-UP AND MAY BE CONSIDERED BY THE DIRECTORS WHEN DECLARING DIVIDENDS FROM TIME TO TIME.

Class of Shares:	GROWTH	Number allotted	3000
Currency:	GBP	Aggregate nominal value:	30

Prescribed particulars

THE GROWTH SHARES DO NOT ENTITLE THE HOLDER TO RECEIVE NOTICE OF, ATTEND, SPEAK OR 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. THEY MAY BE PURCHASED BY THE COMPANY AT AN AMOUNT EQUAL TO THE ORIGINAL SUBSCRIPTION PRICE OR MAY BE CONVERTED INTO DEFERRED SHARES. IN THE EVENT OF A WINDING-UP, THE GROWTH SHARES ENTITLE THE HOLDER TO PARTICIPATE IN EXCESS OF A HURDLE AMOUNT SET FOR THE SHARES AT THE TIME OF ISSUE.

Class of Shares:	PREFERRED	Number allotted	364264
Currency:	GBP	Aggregate nominal value:	3642.64

Prescribed particulars

THE PREFERRED SHARES ARE NON-REDEEMABLE, HOLD FULL VOTING RIGHTS, ENTITLE THE HOLDERS TO FULL PARTICIPATION IN RESPECT OF EQUITY AND IN THE EVENT OF A WINDING-UP AND MAY BE CONSIDERED BY THE DIRECTORS WHEN DECLARING DIVIDENDS. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) FIRST TO EACH HOLDER OF PREFERRED SHARES IN AN AMOUNT PER PREFERRED SHARE HELD EQUAL TO THE SUBSCRIPTION PRICE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	2247771
		Total aggregate nominal value:	22477.71
		Total aggregate amount unpaid:	3000

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.