

**Return of Allotment of Shares**Company Name: **GETING CAPITAL LIMITED**Company Number: **10587473**Received for filing in Electronic Format on the: **08/09/2021**

XACMLP7E

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	01/09/2021	

Class of Shares:	C1	Number allotted	1020
	ORDINARY	Nominal value of each share	0.01
Currency:	GBP	Amount paid:	1
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	80000
	ORDINARY	Aggregate nominal value:	800

Currency: **GBP**

Prescribed particulars

1. A ORDINARY SHAREHOLDERS ARE ENTITLED TO VOTE AT GENERAL MEETINGS AND ON ANY WRITTEN RESOLUTION OF THE SHAREHOLDERS. IN EACH INSTANCE, EACH A ORDINARY SHARE SHALL CARRY ONE VOTE. 2. THE A ORDINARY SHARES ARE ENTITLED TO RECEIVE A DIVIDEND, RANKING BEHIND THE DIVIDENDS RECEIVED BY THE A PREFERENCE SHAREHOLDERS AND THE B PREFERENCE SHAREHOLDERS, BUT EQUALLY FOR THESE PURPOSES WITH THE B ORDINARY SHAREHOLDERS. 3. ON A RETURN OF CAPITAL, THE A ORDINARY SHARES SHALL RANK BEHIND THE A PREFERENCE SHARES AND B PREFERENCE SHARES, BUT IN PRIORITY TO THE B ORDINARY SHARES. 4. THE A ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	B	Number allotted	21000
	ORDINARY	Aggregate nominal value:	210

Currency: **GBP**

Prescribed particulars

1. B ORDINARY SHAREHOLDERS ARE ENTITLED TO VOTE AT GENERAL MEETINGS AND ON ANY WRITTEN RESOLUTION OF THE SHAREHOLDERS. IN EACH INSTANCE, EACH B ORDINARY SHARE SHALL CARRY ONE VOTE. 2. THE B ORDINARY SHARES ARE ENTITLED TO RECEIVE A DIVIDEND, RANKING BEHIND THE DIVIDENDS RECEIVED BY THE A PREFERENCE SHAREHOLDERS AND THE B PREFERENCE SHAREHOLDERS, BUT EQUALLY FOR THESE PURPOSES WITH THE A ORDINARY SHAREHOLDERS. 3. ON A RETURN OF SHALL RANK BEHIND PREFERENCE SHARES CAPITAL, THE B ORDINARY SHARES THE A PREFERENCE SHARES, THE B AND THE A ORDINARY SHARES. 4. THE B ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	A	Number allotted	13168086
	PREFERENCE	Aggregate nominal value:	6584043

Currency: **GBP**

Prescribed particulars

1. A PREFERENCE SHARES ARE NOT ENTITLED TO VOTE. 2. A PREFERENCE SHAREHOLDERS (RANKING EQUALLY FOR THESE PURPOSES WITH THE B PREFERENCE SHAREHOLDERS) SHALL BE ENTITLED TO RECEIVE, IN PRIORITY TO ANY OTHER CLASS OF SHARES, A FIXED CUMULATIVE CASH PREFERENTIAL DIVIDEND (EXCLUSIVE OF ANY ASSOCIATED TAX CREDIT) AT THE RATE OF 10 PER CENT PER ANNUM ON THE AMOUNT CREDITED AS PAID UP ON EACH PREFERENCE SHARE ("PREFERENCE DIVIDEND") THE PREFERENCE DIVIDEND SHALL ACCRUE DAILY AND BE COMPOUNDED HALF YEARLY. 4. THE COMPANY SHALL REDEEM FOR CASH ALL THE A PREFERENCE SHARES: A) ON 31 DECEMBER 2023 (OR, IF SUCH DATE IS NOT A BUSINESS DAY, THE NEXT BUSINESS DAY); OR B) IF EARLIER, SUBJECT TO INVESTOR CONSENT AND TO THE EXTENT THE PREFERENCE SHARES ARE NOT TO BE PURCHASED BY A PROPOSED PURCHASER IN A SHARE SALE, IMMEDIATELY PRIOR TO BUT CONDITIONAL UPON AN EXIT EVENT (AS SUCH TERMS ARE DEFINED IN THE ARTICLES) THE COMPANY MAY, AT ANY TIME, WITH INVESTOR CONSENT AND SHALL AS DIRECTED BY THE INVESTOR REPRESENTATIVE (AS SUCH TERM IS DEFINED IN THE ARTICLES) REDEEM SOME OR ALL OF THE A PREFERENCE SHARES BY SERVING NOTICE ON THE A PREFERENCE SHAREHOLDERS. 3. ON A RETURN OF SHALL RANK FIRST. PROFITS REMAINING CREDITED AS PAID TOGETHER WITH AN DIVIDEND ARREARS CAPITAL, THE A PREFERENCE SHARES THE SURPLUS ASSETS AND RETAINED SHALL BE PAID ON THE AMOUNT UP ON THE A PREFERENCE SHARES AMOUNT EQUAL TO ALL PREFERENCE AND ACCRUALS.

Class of Shares:	B	Number allotted	3225879
	PREFERENCE	Aggregate nominal value:	1612939.5
Currency:	GBP		

Prescribed particulars

1. B PREFERENCE SHARES ARE NOT ENTITLED TO VOTE. 2. B PREFERENCE SHAREHOLDERS (RANKING EQUALLY FOR THESE PURPOSES WITH THE A PREFERENCE SHAREHOLDERS) SHALL BE ENTITLED TO RECEIVE, IN PRIORITY TO ANY OTHER CLASS OF SHARES, A FIXED CUMULATIVE CASH PREFERENTIAL DIVIDEND (EXCLUSIVE OF ANY ASSOCIATED TAX CREDIT) AT THE RATE OF 10 PER CENT PER ANNUM ON THE AMOUNT CREDITED AS PAID UP ON EACH PREFERENCE SHARE ("PREFERENCE DIVIDEND") - THE PREFERENCE DIVIDEND SHALL ACCRUE DAILY AND BE COMPOUNDED HALF YEARLY. 3. ON A RETURN OF CAPITAL, THE B PREFERENCE SHARES SHALL RANK BEHIND THE A PREFERENCE SHARES BUT IN PRIORITY TO OTHER CLASSES OF SHARE. THE SURPLUS ASSETS AND RETAINED PROFITS REMAINING SHALL BE PAID ON THE AMOUNT CREDITED AS PAID UP ON THE B PREFERENCE SHARES TOGETHER WITH AN AMOUNT EQUAL TO ALL PREFERENCE DIVIDEND ARREARS AND ACCRUALS. 4. THE COMPANY SHALL REDEEM FOR CASH ALL THE B PREFERENCE SHARES: A) ON 31 DECEMBER 2023 (OR, IF SUCH DATE IS NOT A BUSINESS DAY, THE NEXT BUSINESS DAY); OR B) IF EARLIER, SUBJECT TO INVESTOR CONSENT AND TO THE EXTENT THE PREFERENCE SHARES ARE NOT TO BE PURCHASED BY A PROPOSED PURCHASER IN A SHARE SALE, IMMEDIATELY PRIOR TO BUT CONDITIONAL UPON AN EXIT EVENT (AS SUCH TERMS ARE DEFINED IN THE ARTICLES) THE COMPANY MAY, AT ANY TIME, WITH INVESTOR CONSENT AND SHALL AS DIRECTED BY THE INVESTOR REPRESENTATIVE (AS SUCH TERM IS DEFINED IN THE ARTICLES) REDEEM SOME OR ALL OF THE B PREFERENCE SHARES BY SERVING NOTICE ON THE B PREFERENCE SHAREHOLDERS.

Class of Shares:	C1	Number allotted	1020
	ORDINARY	Aggregate nominal value:	10.2
Currency:	GBP		
Prescribed particulars			

1. C1 ORDINARY SHARES ARE ENTITLED TO VOTE AT GENERAL MEETINGS AND ON ANY WRITTEN RESOLUTION OF THE SHAREHOLDERS. IN EACH INSTANCE, EACH C1 ORDINARY SHARE SHALL CARRY ONE VOTE. 2. THE C1 ORDINARY SHARES ARE NOT ENTITLED TO RECEIVE A DIVIDEND. 3. ON A RETURN OF CAPITAL, C1 ORDINARY SHARES SHALL RANK (I) BEHIND THE A PREFERENCE SHARES AND THE B PREFERENCE SHARES, (II) BEHIND THE A ORDINARY SHARES AND B ORDINARY SHARES WITH REGARD TO ANY BALANCE OF THE COMPANY'S SURPLUS ASSETS UP TO AND INCLUDING THE THRESHOLD VALUE APPLICABLE TO THE C1 ORDINARY SHARES AND (III) EQUALLY WITH THE A ORDINARY SHARES AND B ORDINARY SHARES WITH REGARD TO ANY BALANCE OF THE COMPANY'S SURPLUS ASSETS THAT EXCEED THE THRESHOLD VALUE APPLICABLE TO THE C1 ORDINARY SHARES. 4. C1 ORDINARY SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	16495985
		Total aggregate nominal value:	8198002.7
		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.