

# SH01

## Return of allotment of shares



Go online to file this information  
[www.gov.uk/companieshouse](http://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 NOT for**  
You cannot use this form to give  
notice of shares taken by a company  
on formation of the company  
for an allotment of a new class of  
shares by an unlimited company.

TUESDAY



\*ABDXG6J3\*  
A08 04/10/2022 #98

COMPANIES HOUSE

### 1 Company details

Company number 1 1 7 3 4 3 6 8

Company name in full Zzoomm Group Limited

→ **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 <sup>1</sup>

From Date d 2 d 5 m 0 m 8 y 2 y 0 y 2 y 2

To Date d d m m y y y y

**1 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.)

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

Currency <sup>2</sup>	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
GBP	Ordinary	139,200	0.01	0.01	0.00

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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### 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	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	Eg. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium

#### Currency table A

GBP	See attached schedule			
Totals				

#### Currency table B

Totals				

#### Currency table C

Totals				

Totals (including continuation  
pages)

Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
5,468,264,068	£54,682,640.68	£0.00

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

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## Return of allotment of shares

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### Statement of capital

Complete the table below to show the issued share capital.  
Complete a separate table for each currency.

Currency Complete a separate table for each currency	Class of shares Eg. 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
GBP	MIP	790,000	£7,900.00	
GBP	Ordinary	36,151,668	£361,516.68	
GBP	Ordinary-A	1,322,400	£13,224.00	
GBP	Preference	5,430,000,000	£54,300,000.00	
<b>Totals</b>		5,468,264,068	£54,682,640.68	£0.00

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**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	MIP
Prescribed particulars ❶	See attached schedule
Class of share	Ordinary
Prescribed particulars ❶	See attached schedule
Class of share	Ordinary-A
Prescribed particulars ❶	See attached schedule

**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.

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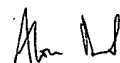
**Signature**

I am signing this form on behalf of the company.

Signature

Signature

X



Alon Domb  
Authorised Signatory of Ince GD Corporate Services Limited

X

This form may be signed by:

Director ❶, Secretary, Person authorised ❶, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

**❶ 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.

**❶ Person authorised**

Under either section 270 or 274 of the Companies Act 2006.

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## Return of allotment of shares

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

Class of share	MIP	
Prescribed particulars	<p>Subject to the Articles, the MIP Shares will entitle the holders thereof to receive a copy of any written resolution circulated to eligible members of the Company under the Companies Acts at the same time as the resolution is so circulated but not to vote on such a resolution; and receive notice of all general meetings of the Company but not to attend or vote at any general meeting of the Company. The full rights attached to the MIP Shares in respect of redemption, dividends and capital distributions are laid out in the Articles of the Company.</p>	

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## Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)		
Class of share	Ordinary	
Prescribed particulars	<p>Subject to the Articles, the Ordinary Shares shall confer on each Ordinary Shareholder 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. Upon any resolution proposed at a general meeting, whether on a show of hands or on a poll, to the extent a holder of Ordinary Shares is present in person or by proxy or by a representative, or on any written shareholder resolution, each holder of Ordinary Shares shall be entitled to exercise one vote for each Ordinary Share held by it. The full rights attached to the Ordinary Shares in respect of redemption, dividends and capital distributions are laid out in the Articles of the Company.</p>	

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

Class of share	Ordinary-A	
Prescribed particulars	<p>Subject to the Articles, the Ordinary A Shares will entitle the holders thereof to receive a copy of any written resolution circulated to eligible members of the Company under the Companies Acts at the same time as the resolution is so circulated but not to vote on such a resolution; and receive notice of all general meetings of the Company but not to attend or vote at any general meeting of the Company. The full rights attached to the Ordinary A Shares in respect of redemption, dividends and capital distributions are laid out in the Articles of the Company.</p>	

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## Return of allotment of shares

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

Class of share	Preference
Prescribed particulars	<p>Subject to the Articles, the Preference Shares shall confer on each Preference Shareholder 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. Upon any resolution proposed at a general meeting, whether on a show of hands or on a poll, to the extent a holder of Preference Shares is present in person or by proxy or by a representative, or on any written shareholder resolution, each Preference Shareholder shall be entitled to exercise the number of votes which it would have been entitled to exercise if all the Preference Shares registered in its name at the date of such general meeting or written resolution had been converted into Ordinary Shares at a Conversion Price of £0.36 of Issue Price of the Designated Preference Shares and the Deemed Designated Preference Shares per 1 Ordinary Share and the Conversion Date was the date of such general meeting or written resolution. All Preference Shareholders shall vote at any general meeting of the Company or of the holders of Preference Shares or in respect of any resolution to be passed by the Company or the holders of Preference Shares in the same manner as the Investor or its Investor Associates holding Preference Shares and shall grant any consent in respect of any matters to be consented to in respect of any such general meetings or resolutions where the Investor or its Investor Associates holding Preference Shares have so consented. No Preference Shareholder shall, without Investor Consent, exercise any right to which it is expressed to be entitled pursuant to the Articles. The full rights attached to the Preference Shares in respect of redemption, dividends and capital distributions are laid out in the Articles of the Company..</p>



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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

Company name Ince GD Corporate Services  
Limited

Address Aldgate Tower  
2 Leman Street

Post town London

County/Region

Postcode E 1 8 Q N

Country United Kingdom

DX

Telephone



### 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  
DX33050 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  
DX481 N.R. Belfast 1.



### Further information

For further information please see the guidance notes on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)



Companies House

**COMPANY NAME: ZZOOMM GROUP LIMITED**

**COMPANY NUMBER: 11734368**

**A second filed SH01 was registered on 17/02/2023.**