

**Return of Allotment of Shares**Company Name: **MINTAGO LIMITED**Company Number: **12000248**Received for filing in Electronic Format on the: **08/01/2024**

XCUBL9MB

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	28/12/2023	

Class of Shares:	SERIES A	Number allotted	226860
Currency:	GBP	Nominal value of each share	0.01
		Amount paid:	6.612
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	1644005
Currency:	GBP	Aggregate nominal value:	16440.05
Prescribed particulars			

THE ORDINARY SHARES SHALL CONFER ON EACH HOLDER OF ORDINARY 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. THE ORDINARY SHARES, AFTER THE DEFERRED SHARES HAVE RECEIVED ONE PENNY, WILL RECEIVE DIVIDENDS WITH THE SERIES A AND SERIES A1 SHARES (PARI PASSU AS IF THEY CONSTITUTED ONE CLASS). IN RESPECT OF LIQUIDITY DISTRIBUTIONS, THE ORDINARY SHAREHOLDERS WILL BE ENTITLED TO PARTICIPATE IN THE LIQUIDITY WATERFALL AS FOLLOWS: IF SURPLUS ASSETS IN THE DISTRIBUTION ARE EQUAL TO OR LESS THAN £5,255,528.37: (I) THE DEFERRED SHAREHOLDERS SHALL BE ENTITLED TO A TOTAL OF 1 PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (II) THEREAFTER, ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO AN AMOUNT EQUAL TO 0.00001% OF AN AMOUNT EQUAL TO £100 PLUS THE AGGREGATE PREFERENCE AMOUNT (BEING £9.918 PER SERIES A OR SERIES A1 SHARE HELD) AND SERIES A AND SERIES A1 SHAREHOLDERS SHALL BE ENTITLED TO THE PREFERENCE AMOUNT PRO-RATA TO THE NUMBER OF SHARES HELD (SAVE FOR IF INSUFFICIENT ASSETS EXIST, THEN SURPLUS ASSETS WILL BE DISTRIBUTED AMONG ORDINARY, SERIES A AND SERIES A1 SHAREHOLDERS PRO-RATA TO THEIR ENTITLEMENT). (III) THEREAFTER, SERIES A AND SERIES A1 SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE 0.00001% OF THE BALANCE OF SURPLUS ASSETS, AND ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO THE REMAINING BALANCE PRO-RATA TO THEIR SHAREHOLDING. IF SURPLUS ASSETS IN THE DISTRIBUTION EXCEED £5,255,528.37: (I) THE DEFERRED SHAREHOLDERS SHALL BE ENTITLED TO A TOTAL OF 1 PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (II) THEREAFTER, THE SERIES A SHAREHOLDERS WILL BE ENTITLED TO RECEIVE A SUM EQUAL TO THE AGGREGATE STARTING PRICE (BEING £6.612 PER SERIES A SHARE) MULTIPLIED BY THE RELEVANT ROI PRO-RATA TO THEIR SHAREHOLDING, WITH THEIR ENTITLEMENT TO BE REDUCED BY ANY DIVIDEND RECEIVED. (III) THEREAFTER, ORDINARY AND SERIES A SHAREHOLDERS SHALL BE ENTITLED TO AN AMOUNT EQUAL TO 0.00001% OF AN AMOUNT EQUAL TO £100 PLUS THE AGGREGATE PREFERENCE AMOUNT (BEING £9.918 PER SERIES A OR SERIES A1 SHARE HELD) AND SERIES A1 SHAREHOLDERS SHALL BE ENTITLED TO THE PREFERENCE AMOUNT PRO-RATA TO THE NUMBER OF SHARES HELD (SAVE FOR IF INSUFFICIENT ASSETS EXIST, THEN SURPLUS ASSETS WILL BE DISTRIBUTED AMONG ORDINARY, SERIES A AND SERIES A1 SHAREHOLDERS PRO-RATA TO THEIR ENTITLEMENT). (IV) THEREAFTER, SERIES A AND SERIES A1 SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE 0.00001% OF THE BALANCE OF SURPLUS ASSETS, AND ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO THE REMAINING BALANCE PRO-RATA

TO THEIR SHAREHOLDING. PROVIDED FURTHER THAT IF THE SUM DISTRIBUTED TO SERIES A1 SHAREHOLDERS UNDER PROVISION (III) AND (IV) ABOVE WOULD BE GREATER IF THOSE SHARES WERE CONVERTED TO ORDINARY SHARES, THE SERIES A1 SHAREHOLDERS SHALL RECEIVE THE GREATER SUM.

Class of Shares:	SERIES	Number allotted	453721
	A	Aggregate nominal value:	4537.21
Currency:	GBP		
Prescribed particulars			

THE SERIES A SHARES SHALL CONFER ON EACH HOLDER OF ORDINARY 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. THE SERIES A SHARES, AFTER THE DEFERRED SHARES HAVE RECEIVED ONE PENNY, WILL RECEIVE DIVIDENDS WITH THE ORDINARY AND SERIES A1 SHARES (PARI PASSU AS IF THEY CONSTITUTED ONE CLASS). IN RESPECT OF LIQUIDITY DISTRIBUTIONS, THE SERIES A SHAREHOLDERS WILL BE ENTITLED TO PARTICIPATE IN THE LIQUIDITY WATERFALL AS FOLLOWS: IF SURPLUS ASSETS IN THE DISTRIBUTION ARE EQUAL TO OR LESS THAN £5,255,528.37: (I) THE DEFERRED SHAREHOLDERS SHALL BE ENTITLED TO A TOTAL OF 1 PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (II) THEREAFTER, ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO AN AMOUNT EQUAL TO 0.00001% OF AN AMOUNT EQUAL TO £100 PLUS THE AGGREGATE PREFERENCE AMOUNT (BEING £9.918 PER SERIES A OR SERIES A1 SHARE HELD) AND SERIES A AND SERIES A1 SHAREHOLDERS SHALL BE ENTITLED TO THE PREFERENCE AMOUNT PRO-RATA TO THE NUMBER OF SHARES HELD (SAVE FOR IF INSUFFICIENT ASSETS EXIST, THEN SURPLUS ASSETS WILL BE DISTRIBUTED AMONG ORDINARY, SERIES A AND SERIES A1 SHAREHOLDERS PRO-RATA TO THEIR ENTITLEMENT). (III) THEREAFTER, SERIES A AND SERIES A1 SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE 0.00001% OF THE BALANCE OF SURPLUS ASSETS, AND ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO THE REMAINING BALANCE PRO-RATA TO THEIR SHAREHOLDING. IF SURPLUS ASSETS IN THE DISTRIBUTION EXCEED £5,255,528.37: (I) THE DEFERRED SHAREHOLDERS SHALL BE ENTITLED TO A TOTAL OF 1 PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (II) THEREAFTER, THE SERIES A SHAREHOLDERS WILL BE ENTITLED TO RECEIVE A SUM EQUAL TO THE AGGREGATE STARTING PRICE (BEING £6.612 PER SERIES A SHARE) MULTIPLIED BY THE RELEVANT ROI PRO-RATA TO THEIR SHAREHOLDING, WITH THEIR ENTITLEMENT TO BE REDUCED BY ANY DIVIDEND RECEIVED. (III) THEREAFTER, ORDINARY AND SERIES A SHAREHOLDERS SHALL BE ENTITLED TO AN AMOUNT EQUAL TO 0.00001% OF AN AMOUNT EQUAL TO £100 PLUS THE AGGREGATE PREFERENCE AMOUNT (BEING £9.918 PER SERIES A OR SERIES A1 SHARE HELD) AND SERIES A1 SHAREHOLDERS SHALL BE ENTITLED TO THE PREFERENCE AMOUNT PRO-RATA TO THE NUMBER OF SHARES HELD (SAVE FOR IF INSUFFICIENT ASSETS EXIST, THEN SURPLUS ASSETS WILL BE DISTRIBUTED AMONG ORDINARY, SERIES A AND SERIES A1 SHAREHOLDERS PRO-RATA TO THEIR ENTITLEMENT). (IV) THEREAFTER, SERIES A AND SERIES A1 SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE 0.00001% OF THE BALANCE OF SURPLUS ASSETS, AND ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO THE REMAINING BALANCE PRO-RATA TO THEIR SHAREHOLDING.

PROVIDED FURTHER THAT IF THE SUM DISTRIBUTED TO SERIES A1 SHAREHOLDERS UNDER PROVISION (III) AND (IV) ABOVE WOULD BE GREATER IF THOSE SHARES WERE CONVERTED TO ORDINARY SHARES, THE SERIES A1 SHAREHOLDERS SHALL RECEIVE THE GREATER SUM.

Class of Shares:	SERIES	Number allotted	76177
	A1	Aggregate nominal value:	761.77
Currency:	GBP		
Prescribed particulars			

THE SERIES A1 SHARES SHALL CONFER ON EACH HOLDER OF ORDINARY 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. THE SERIES A1 SHARES, AFTER THE DEFERRED SHARES HAVE RECEIVED ONE PENNY, WILL RECEIVE DIVIDENDS WITH THE ORDINARY AND SERIES A SHARES (PARI PASSU AS IF THEY CONSTITUTED ONE CLASS). IN RESPECT OF LIQUIDITY DISTRIBUTIONS, THE SERIES A1 SHAREHOLDERS WILL BE ENTITLED TO PARTICIPATE IN THE LIQUIDITY WATERFALL AS FOLLOWS: IF SURPLUS ASSETS IN THE DISTRIBUTION ARE EQUAL TO OR LESS THAN £5,255,528.37: (I) THE DEFERRED SHAREHOLDERS SHALL BE ENTITLED TO A TOTAL OF 1 PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (II) THEREAFTER, ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO AN AMOUNT EQUAL TO 0.00001% OF AN AMOUNT EQUAL TO £100 PLUS THE AGGREGATE PREFERENCE AMOUNT (BEING £9.918 PER SERIES A OR SERIES A1 SHARE HELD) AND SERIES A AND SERIES A1 SHAREHOLDERS SHALL BE ENTITLED TO THE PREFERENCE AMOUNT PRO-RATA TO THE NUMBER OF SHARES HELD (SAVE FOR IF INSUFFICIENT ASSETS EXIST, THEN SURPLUS ASSETS WILL BE DISTRIBUTED AMONG ORDINARY, SERIES A AND SERIES A1 SHAREHOLDERS PRO-RATA TO THEIR ENTITLEMENT). (III) THEREAFTER, SERIES A AND SERIES A1 SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE 0.00001% OF THE BALANCE OF SURPLUS ASSETS, AND ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO THE REMAINING BALANCE PRO-RATA TO THEIR SHAREHOLDING. IF SURPLUS ASSETS IN THE DISTRIBUTION EXCEED £5,255,528.37: (I) THE DEFERRED SHAREHOLDERS SHALL BE ENTITLED TO A TOTAL OF 1 PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (II) THEREAFTER, THE SERIES A SHAREHOLDERS WILL BE ENTITLED TO RECEIVE A SUM EQUAL TO THE AGGREGATE STARTING PRICE (BEING £6.612 PER SERIES A SHARE) MULTIPLIED BY THE RELEVANT ROI PRO-RATA TO THEIR SHAREHOLDING, WITH THEIR ENTITLEMENT TO BE REDUCED BY ANY DIVIDEND RECEIVED. (III) THEREAFTER, ORDINARY AND SERIES A SHAREHOLDERS SHALL BE ENTITLED TO AN AMOUNT EQUAL TO 0.00001% OF AN AMOUNT EQUAL TO £100 PLUS THE AGGREGATE PREFERENCE AMOUNT (BEING £9.918 PER SERIES A OR SERIES A1 SHARE HELD) AND SERIES A1 SHAREHOLDERS SHALL BE ENTITLED TO THE PREFERENCE AMOUNT PRO-RATA TO THE NUMBER OF SHARES HELD (SAVE FOR IF INSUFFICIENT ASSETS EXIST, THEN SURPLUS ASSETS WILL BE DISTRIBUTED AMONG ORDINARY, SERIES A AND SERIES A1 SHAREHOLDERS PRO-RATA TO THEIR ENTITLEMENT). (IV) THEREAFTER, SERIES A AND SERIES A1 SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE 0.00001% OF THE BALANCE OF SURPLUS ASSETS, AND ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO THE REMAINING BALANCE PRO-RATA TO THEIR SHAREHOLDING.

PROVIDED FURTHER THAT IF THE SUM DISTRIBUTED TO SERIES A1 SHAREHOLDERS UNDER PROVISION (III) AND (IV) ABOVE WOULD BE GREATER IF THOSE SHARES WERE CONVERTED TO ORDINARY SHARES, THE SERIES A1 SHAREHOLDERS SHALL RECEIVE THE GREATER SUM.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	2173903
		Total aggregate nominal value:	21739.03
		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.