



SH01

Return of allotment of shares



Companies House

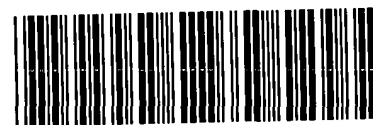


Go online to file this information
www.gov.uk/companieshouse

☒ **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 subscription on formation of the company or for an allotment of a new class of shares by an unlimited company.

THURSDAY



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A08

24/03/2022

#93

COMPANIES HOUSE

1 Company details

Company number 1 3 6 8 0 7 7 6

Company name in full Beta Topco 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 ¹

From Date d 0 3 m 0 3 y 2 0 2 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 ²	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
	See continuation page				

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 <i>Complete a separate table for each currency</i>	Class of shares <i>E.g. Ordinary/Preference etc.</i>	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
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Currency table A

	See continuation page			
Totals				Nil

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
		16,482,689	£16,472,789	Nil

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

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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	A Ordinary Shares
Prescribed particulars ❶	Each A Shareholder shall have one vote on a show of hands and one vote for every A Share on a poll. Each A Ordinary Share participates equally (along with each B Share and C Share) in return of income after the payment of the Fixed Preference Dividends and subject to the deferred shares also participating after the Threshold Amount has been returned. The A Ordinary Shares carry the right to participate equally (along with the B Ordinary Shares and C Ordinary Shares) in return of capital after payment to the Preference Shareholders. The A Ordinary Shares are not redeemable.
Class of share	B Ordinary Shares
Prescribed particulars ❶	Each B Shareholder shall have one vote on a show of hands and one vote for every B Share on a poll. Each B Ordinary Share participates equally (along with each A Ordinary Share and C Ordinary Share) in return of income after the payment of the Fixed Preference Dividends and subject to the deferred shares also participating after the Threshold Amount has been returned. The B Ordinary Shares carry the right to participate equally (along with the A Ordinary Shares and C Ordinary Shares) in return of capital after payment to the Preference Shareholders. The B Ordinary Shares are not redeemable.
Class of share	C Ordinary Shares
Prescribed particulars ❶	Each C Shareholder shall have one vote on a show of hands and one vote for every C Share on a poll. Each C Ordinary Share participates equally (along with each A Ordinary Share and B Ordinary Share) in return of income after the payment of the Fixed Preference Dividends and subject to the deferred shares also participating after the Threshold Amount has been returned. The C Ordinary Shares carry the right to participate equally (along with each A Ordinary Share and B Ordinary Share) in return of capital after payment to the Preference Shareholders. The C Ordinary Shares are not redeemable.

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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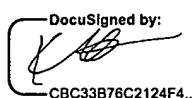
Signature

I am signing this form on behalf of the company.

Signature

Signature

X

DocuSigned by:

 CBC33B76C2124F4...

X

This form may be signed by:
 Director ❷, Secretary, Person authorised ❸, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

❷ 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.

❸ Person authorised

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

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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	Katie Bartlett							
Company name	Macfarlanes LLP							
Address	20 Cursitor Street							
Post town								
County/Region	London							
Postcode	E	C	4	A		I	L	T
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.
DX 33050 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.
DX 481 N.R. Belfast 1.

**Further information**

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email 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

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4 Statement of capital

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

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	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium	
GBP	A Ordinary Shares	8,348	£83.48		
GBP	B Ordinary Shares	152	£1.52		
GBP	C Ordinary Shares	1,500	£15.00		
GBP	Preference Shares	16,472,689.00	£16,472,689.00		
Totals		16,482,689.00	£16,472,789.00		Nil

In accordance with
Section 555 of the
Companies Act 2006.

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	Preference Shares	
Prescribed particulars	<p>The Preference Shares do not carry voting rights. Each Preference Share participates in the return of income pro rata by reference to the proportion which the aggregate of all Fixed Preference Dividends (as defined in the articles) which have accrued and not yet been paid on the Preference Shares held by the relevant Preference Shareholder represents of the aggregate amount of all Fixed Preference Dividends which have accrued and not yet been paid on all the Preference Shares, any arrears or accruals of the Fixed Preference Dividend. The Preference Shares carry the right to participate in the return of capital (i) in proportion to the numbers of Preference Shares held by the Preference Shareholder, an amount equal to the Subscription Price (as defined in the articles) and subsequently (ii) pro rata by reference to the proportion which the aggregate amount of all Fixed Preference Dividends which have accrued and not been paid on the Preference Shares held by the relevant Preference Shareholder represents of the aggregate amount of all Fixed Preference Dividends which have accrued and not yet been paid on all of the Preference Shares, any arrears or accruals of the Fixed Preference Dividend, calculated down to the date of the return of capital, irrespective of whether such dividends have been earned or declared or not. The Preference Shares are redeemable: (i) on the tenth anniversary of Completion, (ii) in the event of an Exit on the Exit Date, (iii) on such dates as may be decided by the Board with Investor Consent and (iv) on such dates as decided by an Investor Director in respect of Preference Shares held by a Leaver (each term as defined in the articles).</p>	