

**Return of Allotment of Shares**Company Name: **UNCAPPED LTD**Company Number: **12258266**Received for filing in Electronic Format on the: **18/01/2023**

XBVGHVA8

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	30/11/2022	

Class of Shares:	SERIES A	Number allotted	165988
	PREFERENCE	Nominal value of each share	0.00001
Currency:	GBP	Amount paid:	1.66
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	1171047
Currency:	GBP	Aggregate nominal value:	11.71047

Prescribed particulars

FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

Class of Shares:	SERIES	Number allotted	600000
	A	Aggregate nominal value:	6
	PREFERRED		

Currency: **GBP**

Prescribed particulars

1. THE SERIES A PREFERRED SHARES CONFER ON EACH HOLDER OF SERIES A PREFERRED 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. 2. THE SERIES A PREFERRED SHAREHOLDERS SHALL BE ENTITLED TO PARTICIPATE IN ANY DISTRIBUTION OF AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE PARI PASSU WITH ANY OTHER CLASS OR CLASSES OF EQUITY SHARES TO WHOM SUCH DISTRIBUTION IS MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. 3. 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 REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) FIRST, IN PAYING TO EACH OF THE SERIES A PREFERRED SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, THE GREATER OF: (I) AN AMOUNT PER SHARE HELD EQUAL TO THE APPLICABLE PREFERENCE AMOUNT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE APPLICABLE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SERIES A PREFERRED SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A PREFERRED SHARES); OR (II) AN AMOUNT PER SHARE EQUIVALENT TO THAT WHICH THE SERIES A PREFERRED SHAREHOLDERS WOULD HAVE RECEIVED HAD THE SERIES A PREFERRED SHARES CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH LIQUIDATION OR RETURN OR CAPITAL. 4. NON-REDEEMABLE.

Class of Shares:	SERIES	Number allotted	444778
	PRE-	Aggregate nominal value:	4.44778
	SEED		

Currency: **GBP**

Prescribed particulars

1. ONE VOTE PER SHARE ON A POLL OR WRITTEN RESOLUTION; 2. DEPENDANT ON CERTAIN REQUIREMENTS SET OUT IN THE COMPANY'S ARTICLES OF ASSOCIATION, THE RIGHT TO RECEIVE AN AMOUNT EQUAL TO THE AMOUNT PAID UP ON SUCH SERIES PRE-SEED SHARES BY WAY OF DIVIDEND IN PRIORITY TO ANY DISTRIBUTION BEING MADE TO THE HOLDERS OF ORDINARY SHARES, BUT ONLY ONCE THE HOLDERS OF SERIES SEED SHARES HAVE RECEIVED AN AMOUNT EQUAL TO THE AMOUNT PAID UP ON SUCH SERIES SEED SHARES, TOGETHER WITH CERTAIN RIGHTS TO PARTICIPATE IN ANY BALANCE OF DISTRIBUTIONS AS SET OUT MORE CLEARLY IN THE ARTICLES; 3. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE RIGHT TO RECEIVE AN AMOUNT EQUAL TO THE AMOUNT PAID UP ON SUCH SERIES PRE-SEED SHARES AND ANY ARREARS OF DIVIDEND ON SUCH SHARES IN PRIORITY TO ANY DISTRIBUTION BEING MADE TO THE HOLDERS OF ORDINARY SHARES, BUT ONLY ONCE THE HOLDERS OF DEFERRED SHARES HAVE RECEIVED THE AMOUNT OF £1 AS A CLASS AND THE HOLDERS OF SERIES SEED SHARES HAVE RECEIVED AN AMOUNT EQUAL TO THE AMOUNT PAID UP ON SUCH SERIES SEED SHARES AND ANY ARREARS OF DIVIDEND ON SUCH SHARES, SUBJECT TO A RIGHT TO RECEIVE AN AMOUNT DETERMINED PRO-RATA WITH THE HOLDERS OF ORDINARY SHARES IN CERTAIN CIRCUMSTANCES AS SET OUT MORE CLEARLY IN THE ARTICLES; AND 4. NON-REDEEMABLE.

Class of Shares:	SERIES	Number allotted	652269
	SEED	Aggregate nominal value:	6.52269

Currency: **GBP**

Prescribed particulars

1. ONE VOTE PER SHARE ON A POLL OR WRITTEN RESOLUTION; 2. DEPENDANT ON CERTAIN REQUIREMENTS SET OUT IN THE COMPANY'S ARTICLES OF ASSOCIATION, THE RIGHT TO RECEIVE AN AMOUNT EQUAL TO THE AMOUNT PAID UP ON SUCH SERIES SEED SHARES BY WAY OF DIVIDEND IN PRIORITY TO ANY DISTRIBUTION BEING MADE TO THE HOLDERS OF SERIES PRE-SEED SHARES OR THE HOLDERS OF ORDINARY SHARES, TOGETHER WITH CERTAIN RIGHTS TO PARTICIPATE IN ANY BALANCE OF DISTRIBUTIONS AS SET OUT MORE CLEARLY IN THE ARTICLES; 3. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE RIGHT TO RECEIVE AN AMOUNT EQUAL TO THE AMOUNT PAID UP ON SUCH SERIES SEED SHARES AND ANY ARREARS OF DIVIDEND ON SUCH SHARES IN PRIORITY TO ANY DISTRIBUTION BEING MADE TO THE HOLDERS OF SERIES PRE-SEED SHARES OR THE HOLDERS OF ORDINARY SHARES, BUT ONLY ONCE THE HOLDERS OF DEFERRED SHARES HAVE RECEIVED THE AMOUNT OF £1 AS A CLASS, SUBJECT TO A RIGHT TO RECEIVE AN AMOUNT DETERMINED PRO-RATA WITH THE HOLDERS OF ORDINARY SHARES IN CERTAIN CIRCUMSTANCES AS SET OUT MORE CLEARLY IN THE ARTICLES; AND 4. NON-REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	2868094
		Total aggregate nominal value:	28.68094
		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.