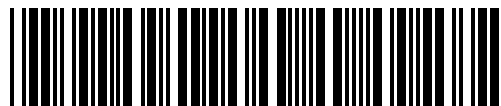


**Return of Allotment of Shares**Company Name: **NEW ERA HOLDINGS LIMITED**Company Number: **03515883**Received for filing in Electronic Format on the: **05/04/2024**

XD0EW6DT

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	06/09/2023	

Class of Shares:	PREFERENCE	Number allotted	2000000
Currency:	GBP	Nominal value of each share	1
		Amount paid:	1
		Amount unpaid:	0

Non-cash consideration

THE CONSIDERATION FOR THE PREFERENCE SHARES CONSISTS OF THE CAPITALISATION OF AN OUTSTANDING DEBT IN THE SUM OF £2,000,000 OWED BY THE COMPANY TO EILEEN REBECCA AINSCOUGH, SUCH OUTSTANDING AMOUNT BEING TREATED AS THE SUBSCRIPTION PRICE PAYABLE IN RETURN FOR THE ISSUE AND ALLOTMENT OF THE PREFERENCE SHARES TO EILEEN REBECCA AINSCOUGH.

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	280
	ORDINARY	Aggregate nominal value:	28
Currency:	GBP		
Prescribed particulars			

THE A ORDINARY SHARES ENTITLE THE HOLDER TO THE FOLLOWING RIGHTS: (A) TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY; (B) THE COMPANY SHALL: (I) WITHOUT NEED FOR A RESOLUTION OF THE DIRECTORS OR THE COMPANY IN GENERAL MEETING AND BEFORE APPLICATION OF ANY PROFITS AVAILABLE FOR DISTRIBUTION TO RESERVES OR MAKING A DIVIDEND IN RESPECT OF ANY A ORDINARY, B ORDINARY, D ORDINARY OR E ORDINARY SHARE (EQUITY SHARES), PAY IN RESPECT OF EACH PREFERENCE SHARE A FIXED CUMULATIVE PREFERENTIAL DIVIDEND (PREFERENCE DIVIDEND) AT AN ANNUAL RATE OF 7% OF THE ISSUE PRICE PER PREFERENCE SHARE TO THE PERSON REGISTERED AS ITS HOLDER ON THE DUE DATE (BEING 10 BUSINESS DAYS FROM THE END OF THE FINANCIAL YEAR TO WHICH IT RELATES); AND (II) SUBJECT TO (I) THE COMPANY MAY APPLY ANY AMOUNT DETERMINED TO BE DISTRIBUTED AS DIVIDENDS IN PAYING TO THE HOLDERS OF THE RESPECTIVE CLASSES OF EQUITY SHARES DIVIDENDS AT SUCH RESPECTIVE RATE (IF ANY) AS IS DETERMINED BY THE COMPANY AND SO THAT A DIVIDEND OR DIVIDENDS MAY BE DECLARED ON ONE OR SEVERAL CLASSES OF EQUITY SHARES TO THE EXCLUSION OF ANY CLASS OR CLASSES AND THAT DIVIDENDS MAY BE DECLARED AT DIFFERENT RATES ON THE RESPECTIVE CLASSES OF EQUITY SHARES; AND/OR (III) THE DIRECTORS MAY PAY AN INTERIM DIVIDEND OR DIVIDENDS ON ONE OR SEVERAL CLASSES OF EQUITY SHARES TO THE EXCLUSION OF ANY CLASS OR CLASSES OF EQUITY SHARES AND MAY PAY INTERIM DIVIDENDS AT DIFFERENT RATES ON THE RESPECTIVE CLASSES OF EQUITY SHARES AS IT SHALL THINK FIT. (C) ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF OR PROVISION FOR ITS LIABILITIES SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES IN RESPECT OF EACH PREFERENCE SHARE HELD THE ISSUE PRICE OF THAT PREFERENCE SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF THE PREFERENCE DIVIDEND IN RESPECT OF THAT PREFERENCE SHARE CALCULATED DOWN TO (AND INCLUDING) THE DATE OF THE RETURN OF CAPITAL AND, IF THERE IS A SHORTFALL OF ASSETS REMAINING TO SATISFY SUCH PAYMENTS IN FULL, THE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE AGGREGATE AMOUNTS TO EACH SUCH PREFERENCE SHARE HELD; AND (II) THEREAFTER, IN DISTRIBUTING THE BALANCE AMONG THE HOLDERS OF THE EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD, AS IF THEY ALL CONSTITUTED SHARES OF THE SAME CLASS; (D) THE A ORDINARY SHARES ARE NON-REDEEMABLE.

Class of Shares:	B	Number allotted	250
	ORDINARY	Aggregate nominal value:	25
Currency:	GBP		
Prescribed particulars			

THE B ORDINARY SHARES ENTITLE THE HOLDER TO THE FOLLOWING RIGHTS: (A) TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY; (B) THE COMPANY SHALL: (I) WITHOUT NEED FOR A RESOLUTION OF THE DIRECTORS OR THE COMPANY IN GENERAL MEETING AND BEFORE APPLICATION OF ANY PROFITS AVAILABLE FOR DISTRIBUTION TO RESERVES OR MAKING A DIVIDEND IN RESPECT OF ANY A ORDINARY, B ORDINARY, D ORDINARY OR E ORDINARY SHARE (EQUITY SHARES), PAY IN RESPECT OF EACH PREFERENCE SHARE A FIXED CUMULATIVE PREFERENTIAL DIVIDEND (PREFERENCE DIVIDEND) AT AN ANNUAL RATE OF 7% OF THE ISSUE PRICE PER PREFERENCE SHARE TO THE PERSON REGISTERED AS ITS HOLDER ON THE DUE DATE (BEING 10 BUSINESS DAYS FROM THE END OF THE FINANCIAL YEAR TO WHICH IT RELATES); AND (II) SUBJECT TO (I) THE COMPANY MAY APPLY ANY AMOUNT DETERMINED TO BE DISTRIBUTED AS DIVIDENDS IN PAYING TO THE HOLDERS OF THE RESPECTIVE CLASSES OF EQUITY SHARES DIVIDENDS AT SUCH RESPECTIVE RATE (IF ANY) AS IS DETERMINED BY THE COMPANY AND SO THAT A DIVIDEND OR DIVIDENDS MAY BE DECLARED ON ONE OR SEVERAL CLASSES OF EQUITY SHARES TO THE EXCLUSION OF ANY CLASS OR CLASSES AND THAT DIVIDENDS MAY BE DECLARED AT DIFFERENT RATES ON THE RESPECTIVE CLASSES OF EQUITY SHARES; AND/OR (III) THE DIRECTORS MAY PAY AN INTERIM DIVIDEND OR DIVIDENDS ON ONE OR SEVERAL CLASSES OF EQUITY SHARES TO THE EXCLUSION OF ANY CLASS OR CLASSES OF EQUITY SHARES AND MAY PAY INTERIM DIVIDENDS AT DIFFERENT RATES ON THE RESPECTIVE CLASSES OF EQUITY SHARES AS IT SHALL THINK FIT. (C) ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF OR PROVISION FOR ITS LIABILITIES SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES IN RESPECT OF EACH PREFERENCE SHARE HELD THE ISSUE PRICE OF THAT PREFERENCE SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF THE PREFERENCE DIVIDEND IN RESPECT OF THAT PREFERENCE SHARE CALCULATED DOWN TO (AND INCLUDING) THE DATE OF THE RETURN OF CAPITAL AND, IF THERE IS A SHORTFALL OF ASSETS REMAINING TO SATISFY SUCH PAYMENTS IN FULL, THE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE AGGREGATE AMOUNTS TO EACH SUCH PREFERENCE SHARE HELD; AND (II) THEREAFTER, IN DISTRIBUTING THE BALANCE AMONG THE HOLDERS OF THE EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD, AS IF THEY ALL CONSTITUTED SHARES OF THE SAME CLASS; (D) THE B ORDINARY SHARES ARE NON-REDEEMABLE.

Class of Shares:	D	Number allotted	250
	ORDINARY	Aggregate nominal value:	25
Currency:	GBP		
Prescribed particulars			

THE D ORDINARY SHARES ENTITLE THE HOLDER TO THE FOLLOWING RIGHTS: (A) TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY; (B) THE COMPANY SHALL: (I) WITHOUT NEED FOR A RESOLUTION OF THE DIRECTORS OR THE COMPANY IN GENERAL MEETING AND BEFORE APPLICATION OF ANY PROFITS AVAILABLE FOR DISTRIBUTION TO RESERVES OR MAKING A DIVIDEND IN RESPECT OF ANY A ORDINARY, B ORDINARY, D ORDINARY OR E ORDINARY SHARE (EQUITY SHARES), PAY IN RESPECT OF EACH PREFERENCE SHARE A FIXED CUMULATIVE PREFERENTIAL DIVIDEND (PREFERENCE DIVIDEND) AT AN ANNUAL RATE OF 7% OF THE ISSUE PRICE PER PREFERENCE SHARE TO THE PERSON REGISTERED AS ITS HOLDER ON THE DUE DATE (BEING 10 BUSINESS DAYS FROM THE END OF THE FINANCIAL YEAR TO WHICH IT RELATES); AND (II) SUBJECT TO (I) THE COMPANY MAY APPLY ANY AMOUNT DETERMINED TO BE DISTRIBUTED AS DIVIDENDS IN PAYING TO THE HOLDERS OF THE RESPECTIVE CLASSES OF EQUITY SHARES DIVIDENDS AT SUCH RESPECTIVE RATE (IF ANY) AS IS DETERMINED BY THE COMPANY AND SO THAT A DIVIDEND OR DIVIDENDS MAY BE DECLARED ON ONE OR SEVERAL CLASSES OF EQUITY SHARES TO THE EXCLUSION OF ANY CLASS OR CLASSES AND THAT DIVIDENDS MAY BE DECLARED AT DIFFERENT RATES ON THE RESPECTIVE CLASSES OF EQUITY SHARES; AND/OR (III) THE DIRECTORS MAY PAY AN INTERIM DIVIDEND OR DIVIDENDS ON ONE OR SEVERAL CLASSES OF EQUITY SHARES TO THE EXCLUSION OF ANY CLASS OR CLASSES OF EQUITY SHARES AND MAY PAY INTERIM DIVIDENDS AT DIFFERENT RATES ON THE RESPECTIVE CLASSES OF EQUITY SHARES AS IT SHALL THINK FIT. (C) ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF OR PROVISION FOR ITS LIABILITIES SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES IN RESPECT OF EACH PREFERENCE SHARE HELD THE ISSUE PRICE OF THAT PREFERENCE SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF THE PREFERENCE DIVIDEND IN RESPECT OF THAT PREFERENCE SHARE CALCULATED DOWN TO (AND INCLUDING) THE DATE OF THE RETURN OF CAPITAL AND, IF THERE IS A SHORTFALL OF ASSETS REMAINING TO SATISFY SUCH PAYMENTS IN FULL, THE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE AGGREGATE AMOUNTS TO EACH SUCH PREFERENCE SHARE HELD; AND (II) THEREAFTER, IN DISTRIBUTING THE BALANCE AMONG THE HOLDERS OF THE EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD, AS IF THEY ALL CONSTITUTED SHARES OF THE SAME CLASS; (D) THE D ORDINARY SHARES ARE NON-REDEEMABLE.

Class of Shares:	E	Number allotted	220
	ORDINARY	Aggregate nominal value:	22
Currency:	GBP		
Prescribed particulars			

THE E ORDINARY SHARES ENTITLE THE HOLDER TO THE FOLLOWING RIGHTS: (A) TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY; (B) THE COMPANY SHALL: (I) WITHOUT NEED FOR A RESOLUTION OF THE DIRECTORS OR THE COMPANY IN GENERAL MEETING AND BEFORE APPLICATION OF ANY PROFITS AVAILABLE FOR DISTRIBUTION TO RESERVES OR MAKING A DIVIDEND IN RESPECT OF ANY A ORDINARY, B ORDINARY, D ORDINARY OR E ORDINARY SHARE (EQUITY SHARES), PAY IN RESPECT OF EACH PREFERENCE SHARE A FIXED CUMULATIVE PREFERENTIAL DIVIDEND (PREFERENCE DIVIDEND) AT AN ANNUAL RATE OF 7% OF THE ISSUE PRICE PER PREFERENCE SHARE TO THE PERSON REGISTERED AS ITS HOLDER ON THE DUE DATE (BEING 10 BUSINESS DAYS FROM THE END OF THE FINANCIAL YEAR TO WHICH IT RELATES); AND (II) SUBJECT TO (I) THE COMPANY MAY APPLY ANY AMOUNT DETERMINED TO BE DISTRIBUTED AS DIVIDENDS IN PAYING TO THE HOLDERS OF THE RESPECTIVE CLASSES OF EQUITY SHARES DIVIDENDS AT SUCH RESPECTIVE RATE (IF ANY) AS IS DETERMINED BY THE COMPANY AND SO THAT A DIVIDEND OR DIVIDENDS MAY BE DECLARED ON ONE OR SEVERAL CLASSES OF EQUITY SHARES TO THE EXCLUSION OF ANY CLASS OR CLASSES AND THAT DIVIDENDS MAY BE DECLARED AT DIFFERENT RATES ON THE RESPECTIVE CLASSES OF EQUITY SHARES; AND/OR (III) THE DIRECTORS MAY PAY AN INTERIM DIVIDEND OR DIVIDENDS ON ONE OR SEVERAL CLASSES OF EQUITY SHARES TO THE EXCLUSION OF ANY CLASS OR CLASSES OF EQUITY SHARES AND MAY PAY INTERIM DIVIDENDS AT DIFFERENT RATES ON THE RESPECTIVE CLASSES OF EQUITY SHARES AS IT SHALL THINK FIT. (C) ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF OR PROVISION FOR ITS LIABILITIES SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES IN RESPECT OF EACH PREFERENCE SHARE HELD THE ISSUE PRICE OF THAT PREFERENCE SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF THE PREFERENCE DIVIDEND IN RESPECT OF THAT PREFERENCE SHARE CALCULATED DOWN TO (AND INCLUDING) THE DATE OF THE RETURN OF CAPITAL AND, IF THERE IS A SHORTFALL OF ASSETS REMAINING TO SATISFY SUCH PAYMENTS IN FULL, THE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE AGGREGATE AMOUNTS TO EACH SUCH PREFERENCE SHARE HELD; AND (II) THEREAFTER, IN DISTRIBUTING THE BALANCE AMONG THE HOLDERS OF THE EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD, AS IF THEY ALL CONSTITUTED SHARES OF THE SAME CLASS; (D) THE E ORDINARY SHARES ARE NON-REDEEMABLE.

Class of Shares: PREFERENCE

Number allotted

2000000

Currency: **GBP**

Aggregate nominal value:

2000000

Prescribed particulars

THE PREFERENCE SHARES ENTITLE THE HOLDER TO THE FOLLOWING RIGHTS: (A) THE PREFERENCE SHARES DO NOT CONFER ON ANY RESPECTIVE HOLDER ANY RIGHT TO RECEIVE NOTICE OF OR TO ATTEND, SPEAK AND VOTE AT ANY GENERAL MEETINGS; (B) THE COMPANY SHALL: (I) WITHOUT NEED FOR A RESOLUTION OF THE DIRECTORS OR THE COMPANY IN GENERAL MEETING AND BEFORE APPLICATION OF ANY PROFITS AVAILABLE FOR DISTRIBUTION TO RESERVES OR MAKING A DIVIDEND IN RESPECT OF ANY A ORDINARY, B ORDINARY, D ORDINARY OR E ORDINARY SHARE (EQUITY SHARES), PAY IN RESPECT OF EACH PREFERENCE SHARE A FIXED CUMULATIVE PREFERENTIAL DIVIDEND (PREFERENCE DIVIDEND) AT AN ANNUAL RATE OF 7% OF THE ISSUE PRICE PER PREFERENCE SHARE TO THE PERSON REGISTERED AS ITS HOLDER ON THE DUE DATE (BEING 10 BUSINESS DAYS FROM THE END OF THE FINANCIAL YEAR TO WHICH IT RELATES); AND (II) SUBJECT TO (I) THE COMPANY MAY APPLY ANY AMOUNT DETERMINED TO BE DISTRIBUTED AS DIVIDENDS IN PAYING TO THE HOLDERS OF THE RESPECTIVE CLASSES OF EQUITY SHARES DIVIDENDS AT SUCH RESPECTIVE RATE (IF ANY) AS IS DETERMINED BY THE COMPANY AND SO THAT A DIVIDEND OR DIVIDENDS MAY BE DECLARED ON ONE OR SEVERAL CLASSES OF EQUITY SHARES TO THE EXCLUSION OF ANY CLASS OR CLASSES AND THAT DIVIDENDS MAY BE DECLARED AT DIFFERENT RATES ON THE RESPECTIVE CLASSES OF EQUITY SHARES; AND/OR (III) THE DIRECTORS MAY PAY AN INTERIM DIVIDEND OR DIVIDENDS ON ONE OR SEVERAL CLASSES OF EQUITY SHARES TO THE EXCLUSION OF ANY CLASS OR CLASSES OF EQUITY SHARES AND MAY PAY INTERIM DIVIDENDS AT DIFFERENT RATES ON THE RESPECTIVE CLASSES OF EQUITY SHARES AS IT SHALL THINK FIT. (C) ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF OR PROVISION FOR ITS LIABILITIES SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES IN RESPECT OF EACH PREFERENCE SHARE HELD THE ISSUE PRICE OF THAT PREFERENCE SHARE, TOGETHER WITH A SUM EQUAL TO ANY ARREARS AND ACCRUALS OF THE PREFERENCE DIVIDEND IN RESPECT OF THAT PREFERENCE SHARE CALCULATED DOWN TO (AND INCLUDING) THE DATE OF THE RETURN OF CAPITAL AND, IF THERE IS A SHORTFALL OF ASSETS REMAINING TO SATISFY SUCH PAYMENTS IN FULL, THE PROCEEDS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE AGGREGATE AMOUNTS TO EACH SUCH PREFERENCE SHARE HELD; AND (II) THEREAFTER, IN DISTRIBUTING THE BALANCE AMONG THE HOLDERS OF THE EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD, AS IF THEY ALL CONSTITUTED SHARES OF THE SAME CLASS; (D) THE PREFERENCE SHARES ARE

REDEEMABLE BY THE COMPANY GIVING NOT LESS THAN 20 BUSINESS DAYS' NOTICE IN WRITING TO THE RELEVANT HOLDER(S).

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	2001000
		Total aggregate nominal value:	2000100
		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.