

**Return of Allotment of Shares**Company Name: **PHOENIX PRODUCT DEVELOPMENT LIMITED**Company Number: **03681995**Received for filing in Electronic Format on the: **03/11/2023**

XCFHHDYR

Shares Allotted (including bonus shares)

| Date or period during which shares are allotted | From | To |
|--|-------------------|----|
| | 01/11/2023 | |

| | | | |
|-------------------------|-----------------|-----------------------------|----------------|
| Class of Shares: | ORDINARY | Number allotted | 1500000 |
| Currency: | GBP | Nominal value of each share | 0.001 |
| | | Amount paid: | 0.01 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

Statement of Capital (Share Capital)

| | | | |
|-------------------------|--------------------|--------------------------|------------------|
| Class of Shares: | CONVERTIBLE | Number allotted | 46554936 |
| | PREFERRED | Aggregate nominal value: | 46554.936 |

Currency: **GBP**

Prescribed particulars

A. ONE VOTE PER SHARE B. IN RESPECTS OF DIVIDENDS ALL SHARES RANK PARI PASSU: C. LIQUIDATION PREFERENCE: ON DISTRIBUTION OF ASSETS IN A LIQUIDATION OR RETURN OF CAPITAL CONVERTIBLE PREFERENCES SHARES RANK A HEAD OF ORDINARY D. CONVERSION INTO ORDINARY SHARES ON 1 FOR 1 BASIS

| | | | |
|-------------------------|-----------------|--------------------------|------------------|
| Class of Shares: | ORDINARY | Number allotted | 64779723 |
| Currency: | GBP | Aggregate nominal value: | 64779.723 |

Prescribed particulars

A. ONE VOTE PER SHARE B. IN RESPECT OF DIVIDENDS ALL SHARES RANK PARI PASSU

| | | | |
|-------------------------|-----------------|--------------------------|------------------|
| Class of Shares: | DEFERRED | Number allotted | 40106508 |
| Currency: | GBP | Aggregate nominal value: | 40106.508 |

Prescribed particulars

A) THE DEFERRED SHARES SHALL NOT ENTITLE THEIR HOLDERS TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. B) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL, AFTER PAYING THE OTHER CLASSES OF SHARES, THE HOLDERS OF THE DEFERRED SHARES SHALL BE PAID FROM THE SURPLUS ASSETS (IF ANY) A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES.

| | | | |
|-------------------------|-----------------|--------------------------|-------------------|
| Class of Shares: | C | Number allotted | 106466482 |
| | ORDINARY | Aggregate nominal value: | 106466.482 |

Currency: **GBP**

Prescribed particulars

A) EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. B) EACH SHARE IS ENTITLED TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. C) EACH SHARE IS ENTITLED TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY RANKING AHEAD OF THE ORDINARY SHARES, THE B ORDINARY SHARES. AND THE CONVERTIBLE PREFERRED SHARES AS TO 99% OF THEIR COST AS SET OUT IN THE ARTICLES OF ASSOCIATION D) THE SHARES ARE TO BE REDEEMED AT THE OPTION OF THE SHAREHOLDER.

| | | | |
|------------------|-----------------|--------------------------|------------------|
| Class of Shares: | B | Number allotted | 53430812 |
| | ORDINARY | Aggregate nominal value: | 53430.812 |
| Currency: | GBP | | |

Prescribed particulars

A) EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. B) EACH SHARE IS ENTITLED TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. C) EACH SHARE IS ENTITLED TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY RANKING AHEAD OF THE ORDINARY SHARES AND EQUAL TO THE CONVERTIBLE PREFERRED SHARES. D) THE SHARES ARE NOT TO BE REDEEMED NOR ARE THEY LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE SHAREHOLDER.

Statement of Capital (Totals)

| | | | |
|-----------|------------|--------------------------------|-------------------|
| Currency: | GBP | Total number of shares: | 311338461 |
| | | Total aggregate nominal value: | 311338.461 |
| | | 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.