

**Return of Allotment of Shares**Company Name: **WOOSHII LIMITED**Company Number: **06862860**Received for filing in Electronic Format on the: **18/08/2022**

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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	16/08/2022	

Class of Shares:	D	Number allotted	750000
	CONVERTIBLE	Nominal value of each share	1
Currency:	GBP	Amount paid:	1
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	1237701
	ORDINARY	Aggregate nominal value:	12377.01

Currency: **GBP**

Prescribed particulars

EACH ORDINARY SHARE HAS A RIGHT TO ONE VOTE AND TO PARTICIPATE EQUALLY IN THE DISTRIBUTION OF DIVIDENDS. SHARES ALSO HAVE AN EQUAL RIGHT TO PARTICIPATE IN THE DISTRIBUTION OF CAPITAL, INCLUDING ON A WINDING UP, AND ARE NOT TO BE REDEEMED OR LIABLE TO BE REDEEMED.

Class of Shares:	B	Number allotted	2430517
	ORDINARY	Aggregate nominal value:	24305.17

Currency: **GBP**

Prescribed particulars

SUBJECT TO THE RIGHTS OF THE HOLDERS OF THE PREFERENCE SHARES AND INVESTOR CONSENT, THE HOLDERS OF B ORDINARY SHARES ARE ENTITLED TO RECEIVE A DIVIDEND AND PARTICIPATE IN THE DISTRIBUTION OF CAPITAL ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE. EACH B ORDINARY SHARE SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE PER SHARE. NOT REDEEMABLE.

Class of Shares:	C	Number allotted	312549
	ORDINARY	Aggregate nominal value:	3125.49

Currency: **GBP**

Prescribed particulars

SUBJECT TO THE RIGHTS OF THE HOLDERS OF THE PREFERENCE SHARES AND INVESTOR CONSENT, THE HOLDERS OF C ORDINARY SHARES ARE ENTITLED TO RECEIVE A DIVIDEND AND PARTICIPATE IN THE DISTRIBUTION OF CAPITAL ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE. EACH C ORDINARY SHARE SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE PER SHARE. NOT REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	2602223
Currency:	GBP	Aggregate nominal value:	26022.23
Prescribed particulars			

EACH ORDINARY SHARE HAS A RIGHT TO ONE VOTE AND TO PARTICIPATE EQUALLY IN THE DISTRIBUTION OF DIVIDENDS. SHARES ALSO HAVE AN EQUAL RIGHT TO PARTICIPATE IN THE DISTRIBUTION OF CAPITAL, INCLUDING ON A WINDING UP, AND ARE NOT TO BE REDEEMED OR LIABLE TO BE REDEEMED.

Class of Shares:	B	Number allotted	2250000
	PREFERENCE	Aggregate nominal value:	2250000
Currency:	GBP		

Prescribed particulars

ENTITLED TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARES, A FIXED NON-CUMULATIVE PREFERENTIAL NET CASH DIVIDEND OF 5% PER ANNUM ON EACH B PREFERENCE SHARE FOR THE PERIOD FROM THE INITIAL ADOPTION DATE. ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE THE HOLDERS OF THE B PREFERENCE SHARES ARE ENTITLED TO RECEIVE A DISTRIBUTION OF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION IN ACCORDANCE WITH ARTICLE 7.2 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY. THE HOLDERS OF B PREFERENCE SHARES ARE ENTITLED TO RECEIVE NOTICE OF AND SPEAK AT GENERAL MEETINGS BUT ARE NOT ENTITLED TO VOTE. THE B PREFERENCE SHARES ARE REDEEMABLE ON THE TERMS SET OUT IN ARTICLE 7.4 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY.

Class of Shares:	C	Number allotted	425844
	PREFERENCE	Aggregate nominal value:	4258.44
Currency:	GBP		

Prescribed particulars

ENTITLED TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARES, A FIXED NON-CUMULATIVE PREFERENTIAL NET CASH DIVIDEND OF 5% PER ANNUM ON EACH C PREFERENCE SHARE FOR THE PERIOD FROM THE INITIAL ADOPTION DATE. ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE THE HOLDERS OF THE C PREFERENCE SHARES ARE ENTITLED TO RECEIVE A DISTRIBUTION OF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION IN ACCORDANCE WITH ARTICLE 7.2 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY. THE HOLDERS OF C PREFERENCE SHARES ARE ENTITLED TO RECEIVE NOTICE OF AND SPEAK AT GENERAL MEETINGS BUT ARE NOT ENTITLED TO VOTE. THE C PREFERENCE SHARES ARE REDEEMABLE ON THE TERMS SET OUT IN ARTICLE 7.4 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY.

Class of Shares:	PREFERENCE	Number allotted	3240000
Currency:	GBP	Aggregate nominal value:	3240000

Prescribed particulars

ENTITLED TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARES, A FIXED NON-CUMULATIVE PREFERENTIAL NET CASH DIVIDEND OF 5% PER ANNUM ON EACH PREFERENCE SHARE FOR THE PERIOD FROM THE INITIAL ADOPTION DATE. ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE THE HOLDERS OF THE PREFERENCE SHARES ARE ENTITLED TO RECEIVE A DISTRIBUTION OF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION IN ACCORDANCE WITH ARTICLE 7.2 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY. THE HOLDERS OF PREFERENCE SHARES ARE ENTITLED TO RECEIVE NOTICE OF AND SPEAK AT GENERAL MEETINGS BUT ARE NOT ENTITLED TO VOTE. THE PREFERENCE SHARES ARE REDEEMABLE ON THE TERMS SET OUT IN ARTICLE 7.4 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY.

Class of Shares:	D	Number allotted	750000
	CONVERTIBLE	Aggregate nominal value:	750000
Currency:	GBP		

Prescribed particulars

ON A RETURN OF ASSETS ON LIQUIDATION OR CAPITAL REDUCTION OR OTHERWISE THE HOLDERS OF THE D CONVERTIBLE SHARES ARE ENTITLED TO RECEIVE A DISTRIBUTION OF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION IN ACCORDANCE WITH ARTICLE 7.2 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY. THE HOLDERS OF THE D CONVERTIBLE SHARES ARE ENTITLED TO RECEIVE NOTICE OF AND SPEAK AT GENERAL MEETINGS BUT ARE NOT ENTITLED TO VOTE. THE D CONVERTIBLE SHARES ARE REDEEMABLE ON THE TERMS SET OUT IN ARTICLE 7.7 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY. THE D CONVERTIBLE SHARES ARE CONVERTIBLE ON THE TERMS SET OUT IN ARTICLE 7.8 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	13248834
		Total aggregate nominal value:	6310088.34
		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.