

SH01

Return of allotment of shares



You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

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

FRIDAY



AHMDCTWR

A03	06/05/2011	174
COMPANIES HOUSE		
A60	28/04/2011	230
COMPANIES HOUSE		

1 Company details

Company number: 0 7 5 0 3 6 6 6

Company name in full: Hungry Finance 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

From Date	d 1 d 4	m 0 m 4	y 2 y 0 y 1 y 1
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

Class of shares (E.g. Ordinary/Preference etc.)	Currency 2	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
Non-Voting Ordinary	GBP	60378	£0 001	1.656	0.00
Preferred Ordinary	GBP	422642	£0 001	1.656	0.00

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)

SH01**Return of allotment of shares****Statement of capital**

Section 4 (also **Section 5** and **Section 6**, if appropriate) should reflect the company's issued capital at the date of this return

4**Statement of capital (Share capital in pound sterling (£))**

Please complete the table below to show each class of shares held in pound sterling. If all your issued capital is in sterling, only complete **Section 4** and then go to **Section 7**

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Ordinary	0 001	0 00	800000	£ 800 00
Non-Voting Ordinary	1 656	0 00	60378	£ 60 378
Preferred Ordinary	1 656	0 00	422642	£ 422 642
				£
Totals			1283020	£ 1283 02

5**Statement of capital (Share capital in other currencies)**

Please complete the table below to show any class of shares held in other currencies.
Please complete a separate table for each currency

Currency

Class of shares (E g Ordinary / Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

Currency

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

6**Statement of capital (Totals)**

Please give the total number of shares and total aggregate nominal value of issued share capital		④ Total aggregate nominal value Please list total aggregate values in different currencies separately. For example £100 + €100 + \$10 etc
Total number of shares		
Total aggregate nominal value ④		

① Including both the nominal value and any share premium

③ E g Number of shares issued multiplied by nominal value of each share

Continuation Pages
Please use a Statement of Capital continuation page if necessary

② Total number of issued shares in this class

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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 statement of capital share tables in Section 4 and Section 5	
Class of share	Ordinary
Prescribed particulars ①	Please see continuation pages
Class of share	Preferred Ordinary
Prescribed particulars ①	Please see continuation pages
Class of share	Non-Voting Ordinary
Prescribed particulars ①	Please see continuation pages

① 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 and any terms or conditions relating to redemption of these shares

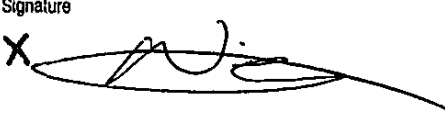
A separate table must be used for each class of share

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	<div style="text-align: center;">  </div>
This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager	

② 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

③ Person authorised

Under either section 270 or 274 of the Companies Act 2006

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	Ordinary	
Prescribed particulars	<p>a) particulars of any voting rights, including rights that arise only in certain circumstances;</p> <p>1. On a show of hands every holder of Ordinary Shares who (being an individual) is present or (being a corporation) is present by a duly authorised representative (not being himself a member entitled to vote) shall have one vote and on a poll every member holding Ordinary Shares shall have one vote for every such share of which he is the holder</p> <p>2. Notwithstanding Article 7 8 2 (as detailed in paragraph 1 above), but subject to Article 7.10.1, the holders of Preferred Ordinary Shares and the Ordinary Shares shall vote together as though they constituted one class of share (except as required by law or in connection with any other protective covenants and other rights referred to the Articles)</p> <p>b) particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>1 No dividend shall be paid on any Share without Investor Consent (such approval not to be unreasonably withheld or delayed)</p> <p>2. Subject to Article 7.1, (as detailed in paragraph 1 above), any profits which the Directors may lawfully determine to distribute in respect of any financial year shall be distributed to the holders of Shares pro rata according to the number of Shares held by them</p> <p>c) particulars of any rights, as respects capital, to participate in a distribution (including on winding up);</p> <p>Upon a Capital Distribution Event or a Share Sale, the Exit Proceeds (when available) shall be distributed among the shareholders of the Company as at the date on which the Capital Distribution Event or completion of the Share Sale (as the case may be) takes place, as follows</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share		
Prescribed particulars	1	
	1	in the event that a distribution of the Exit Proceeds to the Shareholders on a pro rata basis would entitle the holders of Preferred Ordinary Shares to receive an amount which is greater than the Specified Return (the "Threshold Condition"), first, in priority to any payment to the holders of any other Shares, in paying to the holders of the Preferred Ordinary Shares the Preferred Ordinary Shareholders' pro rata entitlement to the Exit Proceeds by reference to the number of issued Preferred Ordinary Shares, Ordinary Shares and Non-Voting Ordinary Shares (on a pari passu basis);
	2	in the event that the Threshold Condition is not satisfied
	a	first, in priority to any payment to the holders of any other Shares, in paying to the holders of the Preferred Ordinary Shares the Preferred Ordinary Share Subscription Amount less the Previously Paid Amount and, if there is a shortfall of Exit Proceeds remaining to satisfy such payments in full, the Exit Proceeds shall be distributed to the holders of the Preferred Ordinary Shares pro rata to the aggregate amounts due under Article 7.3.2 (a) (as detailed in this paragraph) to each such Preferred Ordinary Share held, and
	b.	second, in priority to any payment to the holders of any other Shares, in paying to the holders of the Preferred Ordinary Shares an amount which is the greater of either
	i.	the Relevant Amount for each Preferred Ordinary Share held by the relevant Preferred Ordinary Shareholder (and, if there is a shortfall of Exit Proceeds remaining to satisfy such payments in full, the Exit Proceeds remaining after the application of Article 7.3.2(a) (detailed in paragraph 2 a above) shall be distributed to the holders of the Preferred Ordinary Shares pro rata to the aggregate amounts due under Article 7.3.2(b) (i) (as detailed in this paragraph) to each such Preferred Ordinary Share held), or

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7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	
Prescribed particulars	<p>11 the Preferred Ordinary Shareholders' pro rata entitlement to the Relevant Proceeds by reference to the number of issued Preferred Ordinary Shares, Ordinary Shares and Non-Voting Ordinary Shares (on a pari passu basis),</p> <p>(provided that in the event the amount payable under paragraphs 2 b i and 2 b ii. is the same, payment of the amount in paragraph 2 b.ii shall be made)</p> <p>1 third:</p> <p>a in the event payment is made to the Preferred Ordinary Shareholders in accordance with Article 7 3.2(b)(i) (as detailed in paragraph 2.b 1.), the Exit Proceeds remaining after the application of Articles 7 3 2(a) (as detailed in paragraph 2.a) and 7 3.2(b)(i) (as detailed in paragraph 2 b i) shall be distributed amongst the holders of the Shares on a pari passu basis and pro rata in relation to number of Ordinary Shares, Non-Voting Ordinary Shares and Preferred Ordinary Shares in issue, or</p> <p>b in the event payment is made to the Preferred Ordinary Shareholders in accordance with Article 7.3 1 (as detailed in paragraph 1) or 7 3 2(b)(ii) (as detailed in paragraph 2 b ii.), the Exit proceeds remaining after the application of Article 7 3 1 or 7 3 2.(b) (ii) (as the case may be) shall be distributed among the Ordinary Shareholders and Non-Voting Ordinary Shareholders on a pari passu basis and pro rata in relation to the number of Ordinary Shares and Non-Voting Ordinary Shares in issue.</p> <p>d) whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.</p> <p>Any shares may be issued on the terms that they are, or at the option of the Company or the holder are liable, to be redeemed and the Directors shall be authorised to determine the terms, conditions and manner of redemption of such shares</p>

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	Preferred Ordinary	
Prescribed particulars	<p>a) particulars of any voting rights attached to the shares, including rights that arise only in certain circumstances;</p> <p>1 On a show of hands every holder of Preferred Ordinary Shares who (being an individual) is present or (being a corporation) is present by a duly authorised representative (not being himself a member entitled to vote) shall have one vote and on a poll every member holding Preferred Ordinary Shares shall have one vote for every such share of which he is the holder</p> <p>2. Notwithstanding Article 7 8 1 (as detailed in paragraph 1 above), but subject to Article 7 10 1, the holders of Preferred Ordinary Shares and the Ordinary Shares shall vote together as though they constituted one class of share (except as required by law or in connection with any other protective covenants and other rights referred to the Articles)</p> <p>b) particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>1. No dividend shall be paid on any Share without Investor Consent (such approval not to be unreasonably withheld or delayed)</p> <p>2 Subject to Article 7 1, (as detailed in paragraph 1 above), any profits which the Directors may lawfully determine to distribute in respect of any financial year shall be distributed to the holders of Shares pro rata according to the number of Shares held by them</p> <p>c) particulars of any rights, as respects capital, to participate in a distribution (including on winding up);</p> <p>Upon a Capital Distribution Event or a Share Sale, the Exit Proceeds (when available) shall be distributed among the shareholders of the Company as at the date on which the Capital Distribution Event or completion of the Share Sale (as the case may be) takes place, as follows</p>	

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7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	
Prescribed particulars	<p>1 in the event that a distribution of the Exit Proceeds to the Shareholders on a pro rata basis would entitle the holders of Preferred Ordinary Shares to receive an amount which is greater than the Specified Return (the "Threshold Condition"), first, in priority to any payment to the holders of any other Shares, in paying to the holders of the Preferred Ordinary Shares the Preferred Ordinary Shareholders' pro rata entitlement to the Exit Proceeds by reference to the number of issued Preferred Ordinary Shares, Ordinary Shares and Non-Voting Ordinary Shares (on a pari passu basis);</p> <p>2. in the event that the Threshold Condition is not satisfied.</p> <p>a. first, in priority to any payment to the holders of any other Shares, in paying to the holders of the Preferred Ordinary Shares the Preferred Ordinary Share Subscription Amount less the Previously Paid Amount and, if there is a shortfall of Exit Proceeds remaining to satisfy such payments in full, the Exit Proceeds shall be distributed to the holders of the Preferred Ordinary Shares pro rata to the aggregate amounts due under Article 7 3.2 (a) (as detailed in this paragraph) to each such Preferred Ordinary Share held, and</p> <p>b second, in priority to any payment to the holders of any other Shares, in paying to the holders of the Preferred Ordinary Shares an amount which is the greater of either</p> <p>1. the Relevant Amount for each Preferred Ordinary Share held by the relevant Preferred Ordinary Shareholder (and, if there is a shortfall of Exit Proceeds remaining to satisfy such payments in full, the Exit Proceeds remaining after the application of Article 7 3 2(a) (detailed in paragraph 2.a above) shall be distributed to the holders of the Preferred Ordinary Shares pro rata to the aggregate amounts due under Article 7.3.2(b) (1) (as detailed in this paragraph) to each such Preferred Ordinary Share held), or</p>

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7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share		
Prescribed particulars	<p>ii the Preferred Ordinary Shareholders' pro rata entitlement to the Relevant Proceeds by reference to the number of issued Preferred Ordinary Shares, Ordinary Shares and Non-Voting Ordinary Shares (on a pari passu basis),</p> <p><i>(provided that in the event the amount payable under paragraphs 2 b i. and 2 b ii. is the same, payment of the amount in paragraph 2 b ii. shall be made)</i></p> <p>3 third</p> <p>a in the event payment is made to the Preferred Ordinary Shareholders in accordance with Article 7 3.2(b)(i) (as detailed in paragraph 2 b i), the Exit Proceeds remaining after the application of Articles 7 3 2(a) (as detailed in paragraph 2.a) and 7 3 2(b)(1) (as detailed in paragraph 2 b 1.) shall be distributed amongst the holders of the Shares on a pari passu basis and pro rata in relation to number of Ordinary Shares, Non-Voting Ordinary Shares and Preferred Ordinary Shares in issue; or</p> <p>b. in the event payment is made to the Preferred Ordinary Shareholders in accordance with Article 7.3 1 (as detailed in paragraph 1) or 7 3 2(b)(ii) (as detailed in paragraph 2 b ii), the Exit proceeds remaining after the application of Article 7 3.1 or 7.3 2 (b) (ii) (as the case may be) shall be distributed among the Ordinary Shareholders and Non-Voting Ordinary Shareholders on a pari passu basis and pro rata in relation to the number of Ordinary Shares and Non-Voting Ordinary Shares in issue</p> <p>d) whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.</p> <p>Any shares may be issued on the terms that they are, or at the option of the Company or the holder are liable, to be redeemed and the Directors shall be authorised to determine the terms, conditions and manner of redemption of such shares.</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	Non-Voting Ordinary	
Prescribed particulars	<p>a) particulars of any voting rights attached to the shares, including rights that arise only in certain circumstances;</p> <p>1. Each Non-Voting Ordinary Shareholder shall have a right to attend and speak but not vote at any general meeting of the Company nor vote on a written resolution in respect of the Non-Voting Ordinary Shares held by him</p>	
	<p>b) particulars of any rights, as respects dividends, to participate in a distribution;</p> <p>1 No dividend shall be paid on any Share without Investor Consent (such approval not to be unreasonably withheld or delayed)</p> <p>2 Subject to Article 7.1, (as detailed in paragraph 1 above), any profits which the Directors may lawfully determine to distribute in respect of any financial year shall be distributed to the holders of Shares pro rata according to the number of Shares held by them</p>	
	<p>c) particulars of any rights, as respects capital, to participate in a distribution (including on winding up);</p> <p>Upon a Capital Distribution Event or a Share Sale, the Exit Proceeds (when available) shall be distributed among the shareholders of the Company as at the date on which the Capital Distribution Event or completion of the Share Sale (as the case may be) takes place, as follows:</p>	

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7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	
Prescribed particulars	<p>1. in the event that a distribution of the Exit Proceeds to the Shareholders on a pro rata basis would entitle the holders of Preferred Ordinary Shares to receive an amount which is greater than the Specified Return (the "Threshold Condition"), first, in priority to any payment to the holders of any other Shares, in paying to the holders of the Preferred Ordinary Shares the Preferred Ordinary Shareholders' pro rata entitlement to the Exit Proceeds by reference to the number of issued Preferred Ordinary Shares, Ordinary Shares and Non-Voting Ordinary Shares (on a pari passu basis);</p> <p>2. in the event that the Threshold Condition is not satisfied:</p> <p>a. first, in priority to any payment to the holders of any other Shares, in paying to the holders of the Preferred Ordinary Shares the Preferred Ordinary Share Subscription Amount less the Previously Paid Amount and, if there is a shortfall of Exit Proceeds remaining to satisfy such payments in full, the Exit Proceeds shall be distributed to the holders of the Preferred Ordinary Shares pro rata to the aggregate amounts due under Article 7 3 2 (a) (as detailed in this paragraph) to each such Preferred Ordinary Share held, and</p> <p>b. second, in priority to any payment to the holders of any other Shares, in paying to the holders of the Preferred Ordinary Shares an amount which is the greater of either</p> <p>1. the Relevant Amount for each Preferred Ordinary Share held by the relevant Preferred Ordinary Shareholder (and, if there is a shortfall of Exit Proceeds remaining to satisfy such payments in full, the Exit Proceeds remaining after the application of Article 7 3.2(a) (detailed in paragraph 2 a above) shall be distributed to the holders of the Preferred Ordinary Shares pro rata to the aggregate amounts due under Article 7 3.2(b) (i) (as detailed in this paragraph) to each such Preferred Ordinary Share held), or</p>

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7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	
Prescribed particulars	<p>ii the Preferred Ordinary Shareholders' pro rata entitlement to the Relevant Proceeds by reference to the number of issued Preferred Ordinary Shares, Ordinary Shares and Non-Voting Ordinary Shares (on a pari passu basis);</p> <p>(provided that in the event the amount payable under paragraphs 2 b i. and 2 b ii is the same, payment of the amount in paragraph 2 b ii shall be made)</p> <p>3 third.</p> <p>a in the event payment is made to the Preferred Ordinary Shareholders in accordance with Article 7.3.2(b)(i) (as detailed in paragraph 2 b.i.), the Exit Proceeds remaining after the application of Articles 7.3.2(a) (as detailed in paragraph 2 a.) and 7.3.2(b)(i) (as detailed in paragraph 2.b i.) shall be distributed amongst the holders of the Shares on a pari passu basis and pro rata in relation to number of Ordinary Shares, Non-Voting Ordinary Shares and Preferred Ordinary Shares in issue; or</p> <p>b. in the event payment is made to the Preferred Ordinary Shareholders in accordance with Article 7.3.1 (as detailed in paragraph 1) or 7.3.2(b)(ii) (as detailed in paragraph 2 b.ii), the Exit proceeds remaining after the application of Article 7.3.1 or 7.3.2 (b)(ii) (as the case may be) shall be distributed among the Ordinary Shareholders and Non-Voting Ordinary Shareholders on a pari passu basis and pro rata in relation to the number of Ordinary Shares and Non-Voting Ordinary Shares in issue</p> <p>d) whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.</p> <p>Any shares may be issued on the terms that they are, or at the option of the Company or the holder are liable, to be redeemed and the Directors shall be authorised to determine the terms, conditions and manner of redemption of such shares</p>

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7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	
Prescribed particulars	<p>In this form SH01.</p> <p>"Articles" means the articles of association of the Company;</p> <p>"Auditors" means the auditors of the Company from time to time or, in the event of them being unwilling or unable to act or otherwise at the option of the Syndicate Investor, an independent firm of chartered accountants nominated by the Syndicate Investor (such auditors to be auditors of a comparable or lesser size and cost of the auditors of the Company) and, in the event the Syndicate Investor is unable to agree an independent firm, such independent firm of chartered accountants (of a comparable or lesser size and cost of the auditors of the Company) nominated by the President of the Institute of Chartered Accountants of England and Wales (or his equivalent from time to time),</p> <p>"Capital Distribution Event" means a winding up (whether voluntary or involuntary), dissolution, liquidation of or other return of capital by the Company (excluding for the avoidance of doubt a conversion in accordance with Article 45),</p> <p>"Company" means Hungry Finance Limited (registered number 07503666), 5 New Street Square, London EC4A 3TW,</p> <p>"Controlling Interest" means shares representing not less than 50% of Voting Rights;</p> <p>"Directors" means the directors of the Company from time to time,</p> <p>"Exit Proceeds" means (a) in the case of a Share Sale, the aggregate amount of the cash consideration payable in respect of the Shares being sold less all transaction costs to be deducted from the consideration and for this purpose cash consideration shall be deemed to include the cash value of any non cash consideration payable in connection with the Share Sale (as determined by the Auditors acting as an expert and not as an arbitrator) and (b) in the case of a Capital Distribution Event, the amount of capital and assets of the Company available for distribution to its shareholders, and (c) in the case of both a Share Sale and a Capital Distribution Event excluding any element of cash consideration which is deferred, contingent and/or unquantified, which consideration shall be dealt with in accordance with Article 7 5 5;</p>

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7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	
Prescribed particulars	<p>"Investment Agreement" means the investment agreement entered into by the Company and others on or around the date of adoption of the Articles, including any amendment or restatement of such investment agreement from time to time,</p> <p>"Investor Consent" means the prior written consent of the holders of at least 75% of the Preferred Ordinary Shares at the relevant time;</p> <p>"Non-Voting Ordinary Shareholder" means a holder of Non-Voting Ordinary Shares;</p> <p>"Non-Voting Ordinary Shares" means non-voting ordinary shares of £0.001 each in the capital of the Company,</p> <p>"Ordinary Shares" means ordinary shares of £0 001 each in the capital of the Company,</p> <p>"Ordinary Shareholder" means a holder of Ordinary Shares,</p> <p>"Pentech Fund" means Pentech Fund II Limited Partnership, a limited partnership (registered number SL006306),</p> <p>"Preferred Ordinary Share Subscription Amount" means the amount paid up or credited as paid up (including any premium) on each Preferred Ordinary Share held;</p> <p>"Preferred Ordinary Shareholders" means the holders of Preferred Ordinary Shares,</p> <p>"Preferred Ordinary Shares" means preferred ordinary shares of £0 001 each in the capital of the Company;</p> <p>"Previously Paid Amount" means an amount equal to the total of all capital paid to the holders of the Preferred Ordinary Shares in respect of the Preferred Ordinary Shares pursuant to and in accordance with Article 7 or otherwise prior to the Capital Distribution Event of Share Sale (as appropriate) (whether by way of redemption, cancellation or otherwise) after the Adoption Date;</p>

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7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	
Prescribed particulars	<p>"Relevant Amount" means an amount which is equal to 8 per cent of the Preferred Ordinary Share Subscription Amount per annum accruing daily from the date of issue of the relevant Preferred Ordinary Share, compounding annually;</p> <p>"Relevant Proceeds" means the Exit Proceeds less the Preferred Ordinary Share Subscription Amount,</p> <p>"Share Sale" means the sale of (or the grant of a right to acquire or to dispose of) any of the issued Shares (in one transaction or as a series of transactions) which will result in the purchaser of such shares (or grantee of such right) and persons acting in concert with him together acquiring a Controlling Interest in the Company (other than by the Syndicate Investor) or a merger or consolidation which has equivalent effect, where such sale has been approved by Investor Consent,</p> <p>"Shares" and "shares" means shares in the share capital of the Company;</p> <p>"Specified Return" means the amount which is five times Subscription Amount less the Previously Paid Amount;</p> <p>"Subscription Amount" means the aggregate amount subscribed by the Syndicate Investors for Shares,</p> <p>"Syndicate Investors" means each of the Pentech Fund and the Draper Entity, and any other person to whom any of them transfer their Shares and/or who becomes a party as a "Syndicate Investor" by signing a Deed of Adherence in accordance with Clause 10 4 of the Investment Agreement, and</p> <p>"Voting Rights" means the right to receive notice of, attend (in person or by proxy), speak (in person or by proxy) and vote (in person or by proxy) at general meetings of the Company</p>

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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 Emily Thompson

Company name Dickson Minto W S

Address 16 Charlotte Square

TAYLOR WESSING LLP

5 NEW STREET SQUARE

Post town Edinburgh LONDON EC4A 3TW

County/Region Reg - THP / CAK

Postcode E H 2 4 D F

Country

DX DX 199 Edinburgh

Telephone 0131 225 4455



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



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 appropriate sections of the Statement of Capital
- ☐ You have signed the form



Further information

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

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk