

**Return of Allotment of Shares**Company Name: **STR GROUP LIMITED**Company Number: **07599922**Received for filing in Electronic Format on the: **16/12/2021**

XAJHMG7M

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>14/12/2021</b>	

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>7967906100</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.0001</b>
		Amount paid:	<b>796790.61</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

<b>Class of Shares:</b>	<b>A ORDINARY</b>	Number allotted	<b>349930000</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.0001</b>
		Amount paid:	<b>34993</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

<b>Class of Shares:</b>	<b>GROWTH</b>	Number allotted	<b>2030093900</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.0001</b>
		Amount paid:	<b>203009.39</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

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# Statement of Capital (Share Capital)

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Class of Shares:	A	Number allotted	350000000
	ORDINARY	Aggregate nominal value:	35000
Currency:	GBP		

Prescribed particulars

**VOTING: ON A SHOW OF HANDS, EVERY HOLDER OF AN A ORDINARY SHARE, SHALL HAVE ONE VOTE IN RESPECT OF ALL VOTING SHARES HELD BY HIM; ON A POLL, EVERY HOLDER OF AN ORDINARY SHARE, SHALL HAVE ONE VOTE FOR EACH VOTING SHARE OF WHICH HE IS THE HOLDER. DIVIDENDS: TO THE EXTENT THERE ARE PROFITS AVAILABLE, A ORDINARY SHAREHOLDERS SHALL RECEIVE A DIVIDEND PRO RATAED TO THE NUMBER OF SHARES HELD BY THEM. RETURN OF CAPITAL: AFTER PAYMENT OF ALL OTHER DEBTS AND LIABILITIES AND, THE BALANCE OF THE SURPLUS ASSETS AND RETAINED PROFITS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES, A SHARES AND GROWTH SHARES PRO RATA BASED ON SUCH SHAREHOLDERS' RESPECTIVE HOLDINGS AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS SAVE THAT: (A) NO HOLDER OF GROWTH SHARES SHALL BE ENTITLED TO SHARE IN ANY DISTRIBUTION PRIOR TO THE HOLDERS OF ORDINARY SHARES AND A SHARES (PRO RATA BASED ON SUCH SHAREHOLDERS' RESPECTIVE HOLDINGS AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) HAVING RECEIVED AN AMOUNT EQUAL TO THE HURDLE AMOUNT APPLICABLE TO THAT GROWTH SHARE AND THEREAFTER THAT GROWTH SHARE SHALL PARTICIPATE PARI PASSU WITH THE A SHARES AND ORDINARY SHARES (AND ANY GROWTH SHARES WITH A LOWER HURDLE AMOUNT) IN ANY DISTRIBUTIONS IN EXCESS OF THE HURDLE AMOUNT. OTHER RIGHTS: THE PROVISIONS OF SECTIONS 561(1) AND 562(1) TO (5) OF THE 2006 ACT SHALL CONTINUE TO APPLY TO THE ALLOTMENT AND ISSUE OF ORDINARY SHARES AND A SHARES AND OPERATE IN FAVOUR OF THE HOLDERS THEREOF UNLESS PARTICULAR ORDINARY SHARES OR A SHARES HAVE BEEN ALLOTTED AND ISSUED BY THE BOARD FROM TIME TO TIME (AT ITS SOLE DISCRETION) ON TERMS THAT SUCH RIGHTS OF PRE-EMPTION WILL NOT APPLY IN CONNECTION WITH THE HOLDING OF SUCH SHARES. ORDINARY SHARES AND A SHARES MAY BE ALLOTTED AND ISSUED BY THE BOARD FROM TIME TO TIME (AT ITS SOLE DISCRETION) ON TERMS THAT THE HOLDERS OF SUCH ORDINARY SHARES OR A SHARES (IN CONNECTION TO THOSE PARTICULAR ORDINARY SHARES OR A SHARES) HAVE NO RIGHTS TO PARTICIPATE AS A "PURCHASER" IN A PRE-EMPTIVE OFFER ON THE TRANSFER OF ORDINARY SHARES OR A SHARES IN ACCORDANCE WITH ARTICLE 24.**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>7969500000</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>796950</b>

Prescribed particulars

**VOTING: ON A SHOW OF HANDS, EVERY HOLDER OF AN ORDINARY SHARE, SHALL HAVE ONE VOTE IN RESPECT OF ALL VOTING SHARES HELD BY HIM; ON A POLL, EVERY HOLDER OF AN ORDINARY SHARE, SHALL HAVE ONE VOTE FOR EACH VOTING SHARE OF WHICH HE IS THE HOLDER. DIVIDENDS: TO THE EXTENT THERE ARE PROFITS AVAILABLE, ORDINARY SHAREHOLDERS SHALL RECEIVE A DIVIDEND PRO RATAED TO THE NUMBER OF SHARES HELD BY THEM. RETURN OF CAPITAL: AFTER PAYMENT OF ALL OTHER DEBTS AND LIABILITIES AND, THE BALANCE OF THE SURPLUS ASSETS AND RETAINED PROFITS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES, A SHARES AND GROWTH SHARES PRO RATA BASED ON SUCH SHAREHOLDERS' RESPECTIVE HOLDINGS AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS SAVE THAT: (A) NO HOLDER OF GROWTH SHARES SHALL BE ENTITLED TO SHARE IN ANY DISTRIBUTION PRIOR TO THE HOLDERS OF ORDINARY SHARES AND A SHARES (PRO RATA BASED ON SUCH SHAREHOLDERS' RESPECTIVE HOLDINGS AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) HAVING RECEIVED AN AMOUNT EQUAL TO THE HURDLE AMOUNT APPLICABLE TO THAT GROWTH SHARE AND THEREAFTER THAT GROWTH SHARE SHALL PARTICIPATE PARI PASSU WITH THE A SHARES AND ORDINARY SHARES (AND ANY GROWTH SHARES WITH A LOWER HURDLE AMOUNT) IN ANY DISTRIBUTIONS IN EXCESS OF THE HURDLE AMOUNT. OTHER RIGHTS: THE PROVISIONS OF SECTIONS 561(1) AND 562(1) TO (5) OF THE 2006 ACT SHALL CONTINUE TO APPLY TO THE ALLOTMENT AND ISSUE OF ORDINARY SHARES AND A SHARES AND OPERATE IN FAVOUR OF THE HOLDERS THEREOF UNLESS PARTICULAR ORDINARY SHARES OR A SHARES HAVE BEEN ALLOTTED AND ISSUED BY THE BOARD FROM TIME TO TIME (AT ITS SOLE DISCRETION) ON TERMS THAT SUCH RIGHTS OF PRE-EMPTION WILL NOT APPLY IN CONNECTION WITH THE HOLDING OF SUCH SHARES. ORDINARY SHARES AND A SHARES MAY BE ALLOTTED AND ISSUED BY THE BOARD FROM TIME TO TIME (AT ITS SOLE DISCRETION) ON TERMS THAT THE HOLDERS OF SUCH ORDINARY SHARES OR A SHARES (IN CONNECTION TO THOSE PARTICULAR ORDINARY SHARES OR A SHARES) HAVE NO RIGHTS TO PARTICIPATE AS A "PURCHASER" IN A PRE-EMPTIVE OFFER ON THE TRANSFER OF ORDINARY SHARES OR A SHARES IN ACCORDANCE WITH ARTICLE 24.**

<b>Class of Shares:</b>	<b>GROWTH</b>	Number allotted	<b>2030500000</b>
	<b>SHARES</b>	Aggregate nominal value:	<b>203050</b>

Currency: **GBP**

Prescribed particulars

**VOTING: GROWTH SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM 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 THE SHAREHOLDER AN ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. DIVIDENDS: GROWTH SHAREHOLDERS ARE NOT ENTITLED TO DIVIDENDS. RETURN OF CAPITAL: NO HOLDER OF GROWTH SHARES SHALL BE ENTITLED TO SHARE IN ANY DISTRIBUTION PRIOR TO THE HOLDERS OF ORDINARY SHARES AND A SHARES (PRO RATA BASED ON SUCH SHAREHOLDERS' RESPECTIVE HOLDINGS AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) HAVING RECEIVED AN AMOUNT EQUAL TO THE HURDLE AMOUNT APPLICABLE TO THAT GROWTH SHARE AND THEREAFTER THAT GROWTH SHARE SHALL PARTICIPATE PARI PASSU WITH THE A SHARES AND ORDINARY SHARES (AND ANY GROWTH SHARES WITH A LOWER HURDLE AMOUNT) IN ANY DISTRIBUTIONS IN EXCESS OF THE HURDLE AMOUNT.**

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>10350000000</b>
		Total aggregate nominal value:	<b>1035000</b>
		Total aggregate amount unpaid:	<b>0</b>

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### Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.