



Second Filing of a Previously Filed Document

Company Name: **NEW WAVE CAPITAL LIMITED**

Company Number: **07959823**



Received for filing in Electronic Format on the: **01/12/2021**

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Description of the original document

Document type: **Return of Allotment of Shares
SH01**

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**Return of Allotment of Shares**Company Name: **NEW WAVE CAPITAL LIMITED**Company Number: **07959823**Received for filing in Electronic Format on the: **01/12/2021****Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	11/11/2021	

Class of Shares: **ORDINARY**Currency: **GBP**Number allotted **1238956**Nominal value of each share **0.000005**Amount paid: **0.000005**Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	19958627
Currency:	GBP	Aggregate nominal value:	99.793135

Prescribed particulars

EACH ORDINARY SHARE CARRIES THE RIGHT TO ONE VOTE ON A POLL. THE RIGHT TO VOTE IS DETERMINED BY REFERENCE TO THE REGISTER OF MEMBERS. ALL DIVIDENDS SHALL BE DECLARED AND PAID ACCORDING TO THE AMOUNTS PAID UP ON THE SHARES. THE HOLDERS OF ORDINARY SHARES HAVE A RIGHT TO PARTICIPATE IN THE PROFITS OF THE COMPANY PROVIDED: (I) NO DIVIDEND DUE TO THE HOLDERS OF SERIES A PREFERRED SHARES OR THE HOLDERS OF SERIES B PREFERRED SHARES IS ACCRUED BUT UNPAID; OR (II) IF SO, THE HOLDERS OF SERIES A PREFERRED SHARES AND/OR THE HOLDERS OF SERIES B PREFERRED SHARES (AS APPLICABLE) HAVE WAIVED THEIR RIGHTS TO RECEIVE SUCH DIVIDEND. IF THERE IS A RETURN OF CAPITAL ON A WINDING-UP OR OTHERWISE, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE APPLIED: (I) FIRST, IN PAYING TO THE HOLDERS OF SERIES A PREFERRED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE OF SUCH SERIES A PREFERRED SHARES PLUS ANY ARREARS THEREON; (II) SECOND, IN PAYING TO THE SERIES A INVESTOR AN AMOUNT EQUAL TO THE FINAL MAKE WHOLE AMOUNT; (III) THIRD, IN PAYING TO THE HOLDERS OF SERIES B PREFERRED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE OF SUCH SERIES B PREFERRED SHARES PLUS ANY ARREARS THEREON LESS THE FINAL MAKE WHOLE AMOUNT; AND (IV) FINALLY, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES. THE ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	SERIES	Number allotted	3824239
	A	Aggregate nominal value:	3.824239
	PREFERRED		

Currency: **GBP**

Prescribed particulars

EACH SERIES A PREFERRED SHARE CARRIES NO RIGHT TO VOTE. THE SERIES A PREFERRED SHARES HAVE A RIGHT TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT THE ANNUAL RATE OF 10 PER CENT, OF THE SUBSCRIPTION PRICE PER SHARE COMPOUNDED ANNUALLY ON 31 DECEMBER IN EACH YEAR, WHICH SHALL ACCRUE DAILY AND BE CALCULATED IN RESPECT OF THE PERIOD TO SUCH DATE ASSUMING A 365-DAY YEAR. THE SERIES A PREFERRED SHARES DO NOT CARRY ANY FURTHER RIGHT TO PARTICIPATE IN THE PROFITS OF (HE COMPANY. IF THERE IS A RETURN OF CAPITAL ON A WINDING-UP OR OTHERWISE, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE APPLIED: (I) FIRST, IN PAYING TO THE HOLDERS OF SERIES A PREFERRED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE OF SUE SERIES A PREFERRED SHARES PLUS ANY ARREARS THEREON; (II) SECOND, IN PAYING TO THE SERIES A INVESTOR AN AMOUNT EQUAL TO THE FINAL MAKE WHOLE AMOUNT; (III) THIRD, IN PAYING TO THE HOLDERS OF SERIES B PREFERRED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE OF SUCH SERIES B PREFERRED SHARES PLUS ANY ARREARS THEREON LESS THE FINAL MAKE WHOLE AMOUNT; AND (IV) FINALLY, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES. THE SERIES A PREFERRED SHARES ARE NOT REDEEMABLE.

Class of Shares:	SERIES	Number allotted	18683106
	B	Aggregate nominal value:	74.732424
	PREFERRED		
Currency:	GBP		
Prescribed particulars			

EACH SERIES B PREFERRED SHARE CARRIES NO RIGHT TO VOTE. PROVIDED: (I) NO DIVIDEND DUE TO THE HOLDERS OF SERIES A PREFERRED SHARES IS ACCRUED BUT UNPAID; OR (II) IF SO, THE HOLDERS OF SERIES A PREFERRED SHARES HAVE WAIVED THEIR RIGHTS TO RECEIVE SUCH DIVIDEND, THE SERIES B PREFERRED SHARES HAVE A RIGHT TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT THE ANNUAL RATE OF 10 PER CENT OF THE SUBSCRIPTION PRICE PER SHARE COMPOUNDED ANNUALLY ON 31 DECEMBER IN EACH YEAR, WHICH SHALL ACCRUE DAILY AND BE CALCULATED IN RESPECT OF THE PERIOD TO SUCH DATE ASSUMING A 365-DAY YEAR. THE SERIES B PREFERRED SHARES DO NOT CARRY ANY FURTHER RIGHT TO PARTICIPATE IN THE PROFITS OF THE COMPANY. IF THERE IS A RETURN OF CAPITAL ON A WINDING-UP OR OTHERWISE, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE APPLIED: (I) FIRST, IN PAYING TO THE HOLDERS OF SERIES A PREFERRED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE OF SUCH SERIES A PREFERRED SHARES PLUS ANY ARREARS THEREON, (II) SECOND, IN PAYING TO THE SERIES A INVESTOR AN AMOUNT EQUAL TO THE FINAL MAKE WHOLE AMOUNT; (III) THIRD, IN PAYING TO THE HOLDERS OF SERIES B PREFERRED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE OF SUCH SERIES B PREFERRED SHARES PLUS ANY ARREARS THEREON LESS THE FINAL MAKE WHOLE AMOUNT; AND (IV) FINALLY, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES. THE SERIES B PREFERRED SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	42465972
		Total aggregate nominal value:	178.349798
		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.