

**Return of Allotment of Shares**Company Name: **MAKERS ACADEMY LIMITED**Company Number: **08253870**Received for filing in Electronic Format on the: **24/01/2024**

XCVDGZMY

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	15/01/2024	

Class of Shares: **ORDINARY
SHARES**

Number allotted	2559
Nominal value of each share	0.00001
Amount paid:	0.45
Amount unpaid:	0

Currency: **GBP**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	385553
	SHARES	Aggregate nominal value:	3.85553

Currency: **GBP**

Prescribed particulars

ORDINARY SHARES: EACH ORDINARY SHARE IS NON-REDEEMABLE. THE HOLDERS OF THESE SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND AND VOTE AND SPEAK AT ANY GENERAL MEETING OF THE COMPANY AND SHALL BE ENTITLED TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. AFTER DISTRIBUTION OF ANY LONG TERM DIVIDEND TO A ORDINARY SHAREHOLDERS, EACH SHARE IS ENTITLED PARI PASSU TO A DIVIDEND. FOR DISTRIBUTIONS OF CAPITAL, THE ORDINARY SHARES SHALL BE ENTITLED TO A RETURN OF CAPITAL, RANK AHEAD OF GROWTH SHARES.

Class of Shares:	CONVERTIBLE	Number allotted	470000
	PREFERENCE	Aggregate nominal value:	4.7
	SHARES		

Currency: **GBP**

Prescribed particulars

CONVERTIBLE PREFERENCE SHARES: EACH CONVERTIBLE PREFERENCE SHARE IS NON-REDEEMABLE. THE HOLDERS OF THESE SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND AND VOTE AND SPEAK AT ANY GENERAL MEETING OF THE COMPANY AND SHALL BE ENTITLED TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. AFTER DISTRIBUTION OF ANY LONG TERM DIVIDEND TO A ORDINARY SHAREHOLDERS, EACH SHARE IS ENTITLED PARI PASSU TO A DIVIDEND. FOR DISTRIBUTIONS OF CAPITAL, THE CONVERTIBLE PREFERENCE SHARES SHALL BE ENTITLED TO A RETURN OF CAPITAL, RANK AHEAD OF ORDINARY SHARES, GROWTH SHARES AND DEFERRED SHARES.

Class of Shares:	PREFERRED	Number allotted	134212
	B	Aggregate nominal value:	1.34212
	SHARES		

Currency: **GBP**

Prescribed particulars

PREFERRED B SHARES: EACH PREFERRED B SHARE IS NON-REDEEMABLE. THE HOLDERS OF THESE SHARES SHALL HAVE THE RIGHT TO RECEIVE NOTICE OF AND ATTEND AND VOTE AND SPEAK AT ANY GENERAL MEETING OF THE COMPANY AND SHALL BE ENTITLED TO VOTE ON ANY WRITTEN RESOLUTION OF THE COMPANY. AFTER DISTRIBUTION OF ANY LONG TERM DIVIDEND TO A ORDINARY SHAREHOLDERS, EACH SHARE IS ENTITLED PARI PASSU TO A DIVIDEND. FOR DISTRIBUTIONS OF CAPITAL, THE PREFERRED B SHARES SHALL BE ENTITLED TO A RETURN OF CAPITAL, RANK AHEAD OF CONVERTIBLE PREFERENCE SHARES, ORDINARY SHARES, GROWTH SHARES AND DEFERRED SHARES.

Class of Shares:	DEFERRED	Number allotted	143730
	SHARES	Aggregate nominal value:	1.4373
Currency:	GBP		

Prescribed particulars

EACH DEFERRED SHARE IS NON-REDEEMABLE AND SHALL NOT BE ENTITLED TO A VOTE OR TO ANY DIVIDEND. ANY OTHER DISTRIBUTIONS TO THE HOLDERS OF DEFERRED SHARES SHALL BE LIMITED TO £1 IN AGGREGATE.

Class of Shares:	A1	Number allotted	415800
	ORDINARY	Aggregate nominal value:	4.158
	SHARES		
Currency:	GBP		

Prescribed particulars

A1 ORDINARY SHARES: THE A1 ORDINARY SHARES SHALL HAVE ATTACHED TO THEM SUCH VOTING RIGHTS THAT EACH SUCH HOLDER PRESENT IN PERSON OR BY PROXY OR BY REPRESENTATIVE SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH A1 ORDINARY SHARE PROVIDED THAT THE VOTING RIGHTS ATTACHING TO THE A1 ORDINARY SHARES SHALL BE RESTRICTED TO THE LOWER OF 40% OF THE VOTING RIGHTS ATTACHING TO ALL SHARES AND THE NUMBER OF VOTES AS A RESULT OF THE NUMBER OF A1 ORDINARY SHARES BEING VOTED ON. THE HOLDERS OF A1 ORDINARY SHARES AS A CLASS SHALL BE ENTITLED TO RECEIVE THE LONG TERM DIVIDEND IN PRIORITY TO ANY DISTRIBUTIONS TO THE HOLDERS OF THE CONVERTIBLE PREFERENCE SHARES, THE PREFERRED B SHARES, THE ORDINARY SHARES, THE GROWTH SHARES AND/OR THE DEFERRED SHARES. THE HOLDERS OF THE A1 ORDINARY SHARES SHALL BE ENTITLED TO A RETURN OF CAPITAL INCLUDING ON A WINDING UP. THE A1 ORDINARY SHARES ARE NOT REDEEMABLE.

Class of Shares:	A2	Number allotted	79396
	ORDINARY	Aggregate nominal value:	0.79396
	SHARES		

Currency: GBP

Prescribed particulars

A2 ORDINARY SHARES: THE A2 ORDINARY SHARES SHALL HAVE ATTACHED TO THEM SUCH VOTING RIGHTS THAT EACH SUCH HOLDER PRESENT IN PERSON OR BY PROXY OR BY REPRESENTATIVE SHALL BE ENTITLED ON A SHOW OF HANDS TO ONE VOTE AND ON A POLL OR WRITTEN RESOLUTION TO ONE VOTE FOR EACH A2 ORDINARY SHARE PROVIDED THAT THE VOTING RIGHTS ATTACHING TO THE A2 ORDINARY SHARES SHALL BE RESTRICTED TO THE LOWER OF 40% OF THE VOTING RIGHTS ATTACHING TO ALL SHARES AND THE NUMBER OF VOTES AS A RESULT OF THE NUMBER OF A2 ORDINARY SHARES BEING VOTED ON. THE HOLDERS OF A2 ORDINARY SHARES AS A CLASS SHALL BE ENTITLED TO RECEIVE THE LONG TERM DIVIDEND IN PRIORITY TO ANY DISTRIBUTIONS TO THE HOLDERS OF THE CONVERTIBLE PREFERENCE SHARES, THE PREFERRED B SHARES, THE ORDINARY SHARES, THE GROWTH SHARES AND/OR THE DEFERRED SHARES. THE HOLDERS OF THE A2 ORDINARY SHARES SHALL BE ENTITLED TO A RETURN OF CAPITAL INCLUDING ON A WINDING UP. THE A2 ORDINARY SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	1628691
		Total aggregate nominal value:	16.28691
		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.