

**Return of Allotment of Shares**Company Name: **INVESCO SOFTWARE HOLDINGS LIMITED**Company Number: **08583925**Received for filing in Electronic Format on the: **14/04/2021**

XA2F8YG2

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
14/04/2021

Class of Shares:	E ORDINARY	Number allotted	200
Currency:	GBP	Nominal value of each share	0.01
		Amount paid:	1.0
		Amount unpaid:	0.0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	E	Number allotted	6327
	ORDINARY	Aggregate nominal value:	63.27

Currency: **GBP**

Prescribed particulars

- IS NOT ENTITLED TO RECEIVE NOTICES OF OR ATTEND OR VOTE AT ANY GENERAL OR ANY OTHER MEETINGS OF THE COMPANY; - IS NOT ENTITLED TO RECEIVE DIVIDENDS; - IS ENTITLED TO CAPITAL PROCEEDS FROM ANY DISTRIBUTION AS SET OUT IN ARTICLE 22 (7) BELOW; - IS ENTITLED TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY AS SET OUT IN ARTICLE 22(7) BELOW; - IS NOT ENTITLED TO RECEIVE ANY CONFIDENTIAL SHAREHOLDER INFORMATION; - IS NOT ENTITLED TO BE REPRESENTED ON THE BOARD OF THE COMPANY; - IS NOT LIABLE TO REDEMPTION.

Class of Shares:	A	Number allotted	27000
	ORDINARY	Aggregate nominal value:	27000

Currency: **GBP**

Prescribed particulars

IS ENTITLED ON AN EQUAL BASIS TO ONE VOTE IN ANY CIRCUMSTANCES; - IS ENTITLED ON AN EQUAL BASIS TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION (OTHER THAN PURSUANT TO ARTICLE 22(7) BELOW); - IS ENTITLED ON AN EQUAL BASIS TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY; - IS NOT LIABLE TO REDEMPTION.

Class of Shares:	B	Number allotted	7000
	PREFERENCE	Aggregate nominal value:	70

Currency: **GBP**

Prescribed particulars

THE B PREFERENCE SHARES HAVE THE FOLLOWING RIGHTS: (1) VOTING: THE B PREFERENCE SHARES DO NOT CONFER ANY VOTING RIGHTS. (2) INCOME: ENTITLED TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARES, A FIXED CUMULATIVE PREFERENTIAL DIVIDEND EQUAL TO 10% OF: (I) THE INVESTMENT PRICE AND (II) THE AMOUNT OF ANY ACCRUED DIVIDEND NOT OTHERWISE PAID ON THE RELEVANT

DIVIDEND DATE PURSUANT TO THE ARTICLES, PER ANNUM ON EACH B PREFERENCE SHARE. (3) CAPITAL: ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN PAYING TO EACH HOLDER OF B PREFERENCE SHARES: (I) IF THE DATE OF THE DISTRIBUTION OF THE PROCEEDS AMOUNT (THE "LIQUIDATION DATE") FALLS ON OR BEFORE THE FIRST ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO: (A) 103% OF THE AGGREGATE OF: (AA) THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD; PLUS (BB) AN AMOUNT EQUAL TO THE TOTAL PREFERENCE DIVIDEND THAT WOULD HAVE OTHERWISE ACCRUED ON EACH B PREFERENCE SHARE HELD FROM THE DAY FOLLOWING THE LIQUIDATION DATE TO THE FIRST ANNIVERSARY OF THE INVESTMENT DATE; LESS (B) ANY PREFERENCE DIVIDEND PAID IN CASH ON EACH B PREFERENCE SHARE HELD DURING THE PERIOD TO THE FIRST ANNIVERSARY OF THE INVESTMENT DATE; (II) IF THE LIQUIDATION DATE FALLS AFTER THE FIRST ANNIVERSARY OF THE INVESTMENT DATE, BUT ON OR BEFORE THE SECOND ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO 103% OF THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD; (III) IF THE LIQUIDATION DATE FALLS AFTER THE SECOND ANNIVERSARY OF THE INVESTMENT DATE, BUT ON OR BEFORE THE THIRD ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO 101 PER CENT. OF THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD; AND (IV) IF THE LIQUIDATION DATE FALLS AFTER THE THIRD ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD. (4) REDEMPTION: THE B PREFERENCE SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	C	Number allotted	3000
	PREFERENCE	Aggregate nominal value:	3000
Currency:	GBP		

Prescribed particulars

THE C PREFERENCE SHARES HAVE THE FOLLOWING RIGHTS: (1) VOTING: THE C PREFERENCE SHARES AS A CLASS CONFER VOTING RIGHTS EQUAL TO 10% OF THE TOTAL VOTING RIGHTS IN THE COMPANY, ALLOCATED AMONGST THE HOLDERS OF THE C PREFERENCE SHARES PRO RATA TO THE NUMBER OF C PREFERENCE SHARES HELD BY THEM. (2) INCOME: ENTITLED TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARES (OTHER THAN THE B PREFERENCE SHARES) AND SUBJECT TO THE CONSENT OF THE HOLDERS OF NOT LESS THAN 75% OF THE B PREFERENCE

SHARES, A FIXED CUMULATIVE PREFERENTIAL DIVIDEND EQUAL TO 12.5% OF: (I) THE INVESTMENT PRICE AND (II) THE AMOUNT OF ANY ACCRUED DIVIDEND NOT OTHERWISE PAID ON THE RELEVANT DIVIDEND DATE PURSUANT TO THE ARTICLES, PER ANNUM ON EACH C PREFERENCE SHARE. (3) CAPITAL: ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN PAYING TO EACH HOLDER OF C PREFERENCE SHARES: (I) IF THE DATE OF THE DISTRIBUTION OF THE PROCEEDS AMOUNT (THE "LIQUIDATION DATE") FALLS ON OR BEFORE THE FIRST ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO: (A) 103% OF THE AGGREGATE OF: (AA) THE PREFERENCE SHARE AMOUNT FOR EACH C PREFERENCE SHARE HELD; PLUS (BB) AN AMOUNT EQUAL TO THE TOTAL PREFERENCE DIVIDEND THAT WOULD HAVE OTHERWISE ACCRUED ON EACH C PREFERENCE SHARE HELD FROM THE DAY FOLLOWING THE LIQUIDATION DATE TO THE FIRST ANNIVERSARY OF THE INVESTMENT DATE; LESS (B) ANY PREFERENCE DIVIDEND PAID IN CASH ON EACH C PREFERENCE SHARE HELD DURING THE PERIOD TO THE FIRST ANNIVERSARY OF THE INVESTMENT DATE; (II) IF THE LIQUIDATION DATE FALLS AFTER THE FIRST ANNIVERSARY OF THE INVESTMENT DATE, BUT ON OR BEFORE THE SECOND ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO 103% OF THE PREFERENCE SHARE AMOUNT FOR EACH C PREFERENCE SHARE HELD; (III) IF THE LIQUIDATION DATE FALLS AFTER THE SECOND ANNIVERSARY OF THE INVESTMENT DATE, BUT ON OR BEFORE THE THIRD ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO 101% OF THE PREFERENCE SHARE AMOUNT FOR EACH C PREFERENCE SHARE HELD; AND (IV) IF THE LIQUIDATION DATE FALLS AFTER THE THIRD ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO THE PREFERENCE SHARE AMOUNT FOR EACH C PREFERENCE SHARE HELD. (4) REDEMPTION: THE C PREFERENCE SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	B	Number allotted	63000
	PREFERENCE	Aggregate nominal value:	63000

Currency: **GBP**

Prescribed particulars

THE B PREFERENCE SHARES HAVE THE FOLLOWING RIGHTS: (1) VOTING: THE B PREFERENCE SHARES DO NOT CONFER ANY VOTING RIGHTS. (2) INCOME: ENTITLED TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARES, A FIXED CUMULATIVE PREFERENTIAL DIVIDEND EQUAL TO 10% OF: (I) THE INVESTMENT PRICE AND (II) THE AMOUNT OF ANY ACCRUED DIVIDEND NOT OTHERWISE PAID ON THE RELEVANT

DIVIDEND DATE PURSUANT TO THE ARTICLES, PER ANNUM ON EACH B PREFERENCE SHARE. (3) CAPITAL: ON A RETURN OF ASSETS ON LIQUIDATION, CAPITAL REDUCTION OR OTHERWISE, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN PAYING TO EACH HOLDER OF B PREFERENCE SHARES: (I) IF THE DATE OF THE DISTRIBUTION OF THE PROCEEDS AMOUNT (THE "LIQUIDATION DATE") FALLS ON OR BEFORE THE FIRST ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO: (A) 103% OF THE AGGREGATE OF: (AA) THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD; PLUS (BB) AN AMOUNT EQUAL TO THE TOTAL PREFERENCE DIVIDEND THAT WOULD HAVE OTHERWISE ACCRUED ON EACH B PREFERENCE SHARE HELD FROM THE DAY FOLLOWING THE LIQUIDATION DATE TO THE FIRST ANNIVERSARY OF THE INVESTMENT DATE; LESS (B) ANY PREFERENCE DIVIDEND PAID IN CASH ON EACH B PREFERENCE SHARE HELD DURING THE PERIOD TO THE FIRST ANNIVERSARY OF THE INVESTMENT DATE; (II) IF THE LIQUIDATION DATE FALLS AFTER THE FIRST ANNIVERSARY OF THE INVESTMENT DATE, BUT ON OR BEFORE THE SECOND ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO 103% OF THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD; (III) IF THE LIQUIDATION DATE FALLS AFTER THE SECOND ANNIVERSARY OF THE INVESTMENT DATE, BUT ON OR BEFORE THE THIRD ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO 101 PER CENT. OF THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD; AND (IV) IF THE LIQUIDATION DATE FALLS AFTER THE THIRD ANNIVERSARY OF THE INVESTMENT DATE, AN AMOUNT EQUAL TO THE PREFERENCE SHARE AMOUNT FOR EACH B PREFERENCE SHARE HELD. (4) REDEMPTION: THE B PREFERENCE SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	106327
		Total aggregate nominal value:	93133.27
		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.