Companies House

SH01(ef)

Return of Allotment of Shares

Company Name: **UNIPLACES LIMITED**
Company Number: **08674633**

Received for filing in Electronic Format on the: **18/12/2018**

X7L19U7K

Shares Allotted (including bonus shares)

Date or period during which shares are allotted — From **18/12/2018**

Class of Shares:	**ORDINARY**	Number allotted	**210814**
Currency:	**GBP**	Nominal value of each share	**0.0001**
		Amount paid:	**0.0001**
		Amount unpaid:	**0**

No shares allotted other than for cash

Class of Shares:	**ORDINARY**	Number allotted	**220509**
Currency:	**GBP**	Nominal value of each share	**0.0001**
		Amount paid:	**0.0001**
		Amount unpaid:	**0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	**ORDINARY**	Number allotted	**6036589**
Currency:	**GBP**	Aggregate nominal value:	**603.6589**

Prescribed particulars

ON A RETURN OF CAPITAL OR WINDING-UP: SUBJECT TO THE PRIORITY PAYMENT OF A DISTRIBUTION OF £1.77 (PREFERENCE AMOUNT) IN RESPECT OF EACH SERIES A SHARE OR, IF THE AMOUNT TO BE DISTRIBUTED IS INSUFFICIENT TO PAY THE PREFERENCE AMOUNT IN RESPECT OF EACH SERIES A SHARE, THE DISTRIBUTION TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES (IN WHICH CASE NO DISTRIBUTION WILL REMAIN FOR THE ORDINARY SHARES), THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES AND C SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES, A SHARES, B SHARES AND C SHARES HELD AS IF THE A SHARES, B SHARES, C SHARES AND THE ORDINARY SHARES WERE ONE CLASS OF SHARE; PROVIDED THAT ONCE THE HOLDERS OF THE A SHARES, B SHARES, C SHARES AND ORDINARY SHARES HAVE RECEIVED THE SUM OF £10,000,000 PER SHARE, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES) AND FURTHER PROVIDED THAT ON A LIQUIDATION OR OTHER RETURN OF CAPITAL (INCLUDING THE REDEMPTION OR REPURCHASE OF SHARES) THE AGGREGATE AMOUNT PAYABLE TO ANY ONE CORPORATE SHAREHOLDER (A CORPORATE SHAREHOLDER BEING DEFINED AS ANY SHAREHOLDER WHICH FOR THE PURPOSE OF THE INDEPENDENCE REQUIREMENT IN SECTION 296(2) OF THE INCOME TAX ACT 2007 IS DEFINED AS A COMPANY) AND ANY SHAREHOLDER THAT IS A CONNECTED PERSON TO THAT CORPORATE SHAREHOLDER (AS DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 1122 OF THE CORPORATION TAX ACT 2010) SHALL BE RESTRICTED TO THE LOWER OF THE PERCENTAGE OF THE DISTRIBUTION SUCH CORPORATE SHAREHOLDER TOGETHER WITH ALL CONNECTED PERSONS WOULD BE ENTITLED TO BY REASON OF THE TOTAL NUMBER OF SHARES HELD OR 50% OF THE TOTAL DISTRIBUTION. ON A SHARE SALE: SUBJECT TO THE PRIORITY PAYMENT OF A DISTRIBUTION OF £1.77 (PREFERENCE AMOUNT) IN RESPECT OF EACH SERIES A SHARE OR, IF THE AMOUNT TO BE DISTRIBUTED IS INSUFFICIENT TO PAY THE PREFERENCE AMOUNT IN RESPECT OF EACH SERIES A SHARE, THE DISTRIBUTION TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE

HOLDINGS OF SERIES A SHARES (IN WHICH CASE NO DISTRIBUTION WILL REMAIN FOR THE ORDINARY SHARES), THE HOLDERS OF ORDINARY SHARES SHALL, TOGETHER WITH THE HOLDERS OF THE A SHARES, B SHARES AND C SHARES AS IF THE ORDINARY SHARES, A SHARES, B SHARES AND C SHARES WERE ONE CLASS OF SHARE, BE ENTITLED TO A DISTRIBUTION OF THE BALANCE OF THE SURPLUS ASSETS (IF ANY) PRO RATA TO THE NUMBER OF SHARES HELD BY THEM SUBJECT TO THE PAYMENT TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, OF A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES) ONCE THE HOLDERS OF THE A SHARES, B SHARES, C SHARES AND ORDINARY SHARES HAVE RECEIVED THE SUM OF £10,000,000 PER SHARE. VOTING: EACH ORDINARY SHARE CARRIES ONE VOTE ON A SHOW OF HANDS OR ON A POLL, SUBJECT TO THE AGGREGATE NUMBER OF VOTES ATTACHING TO ALL THE SHARES OF ANY CLASS HELD BY ANY ONE CORPORATE SHAREHOLDER (A CORPORATE SHAREHOLDER BEING DEFINED AS ANY SHAREHOLDER WHICH FOR THE PURPOSE OF THE INDEPENDENCE REQUIREMENT IN SECTION 296(2) OF THE INCOME TAX ACT 2007 IS DEFINED AS A COMPANY) AND ANY SHAREHOLDER THAT IS A CONNECTED PERSON TO THAT CORPORATE SHAREHOLDER (AS DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 1122 OF THE CORPORATION TAX ACT 2010) BEING RESTRICTED TO THE LOWER OF THE NUMBER OF VOTES SUCH CORPORATE SHAREHOLDER TOGETHER WITH ALL CONNECTED PERSONS WOULD BE ENTITLED TO BY REASON OF THE TOTAL NUMBER OF SHARES HELD OR 49.99% OF THE TOTAL VOTE.

Class of Shares:	**ORDINARY A**	Number allotted	**6157722**
		Aggregate nominal value:	**615.7722**
Currency:	**GBP**		

Prescribed particulars

ON A RETURN OF CAPITAL OR WINDING-UP: SUBJECT TO THE PRIORITY PAYMENT OF A DISTRIBUTION OF £1.77 (PREFERENCE AMOUNT) IN RESPECT OF EACH SERIES A SHARE OR, IF THE AMOUNT TO BE DISTRIBUTED IS INSUFFICIENT TO PAY THE PREFERENCE AMOUNT IN RESPECT OF EACH SERIES A SHARE, THE DISTRIBUTION TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES (IN WHICH CASE NO DISTRIBUTION WILL REMAIN FOR THE A SHARES), THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES AND C SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES, A SHARES, B SHARES AND C SHARES HELD AS IF THE A SHARES, B SHARES,

C SHARES AND THE ORDINARY SHARES WERE ONE CLASS OF SHARE; PROVIDED THAT ONCE THE HOLDERS OF THE A SHARES, B SHARES, C SHARES AND ORDINARY SHARES HAVE RECEIVED THE SUM OF £10,000,000 PER SHARE, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES) AND FURTHER PROVIDED THAT ON A LIQUIDATION OR OTHER RETURN OF CAPITAL (INCLUDING THE REDEMPTION OR REPURCHASE OF SHARES) THE AGGREGATE AMOUNT PAYABLE TO ANY ONE CORPORATE SHAREHOLDER (A CORPORATE SHAREHOLDER BEING DEFINED AS ANY SHAREHOLDER WHICH FOR THE PURPOSE OF THE INDEPENDENCE REQUIREMENT IN SECTION 296(2) OF THE INCOME TAX ACT 2007 IS DEFINED AS A COMPANY) AND ANY SHAREHOLDER THAT IS A CONNECTED PERSON TO THAT CORPORATE SHAREHOLDER (AS DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 1122 OF THE CORPORATION TAX ACT 2010) SHALL BE RESTRICTED TO THE LOWER OF THE PERCENTAGE OF THE DISTRIBUTION SUCH CORPORATE SHAREHOLDER TOGETHER WITH ALL CONNECTED PERSONS WOULD BE ENTITLED TO BY REASON OF THE TOTAL NUMBER OF SHARES HELD OR 50% OF THE TOTAL DISTRIBUTION. ON A SHARE SALE: SUBJECT TO THE PRIORITY PAYMENT OF A DISTRIBUTION OF £1.77 (PREFERENCE AMOUNT) IN RESPECT OF EACH SERIES A SHARE OR, IF THE AMOUNT TO BE DISTRIBUTED IS INSUFFICIENT TO PAY THE PREFERENCE AMOUNT IN RESPECT OF EACH SERIES A SHARE, THE DISTRIBUTION TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES (IN WHICH CASE NO DISTRIBUTION WILL REMAIN FOR THE A SHARES), THE HOLDERS OF A SHARES SHALL, TOGETHER WITH THE HOLDERS OF THE ORDINARY SHARES, B SHARES AND C SHARES AS IF THE ORDINARY SHARES, A SHARES, B SHARES AND C SHARES WERE ONE CLASS OF SHARE, BE ENTITLED TO A DISTRIBUTION OF THE BALANCE OF THE SURPLUS ASSETS (IF ANY) PRO RATA TO THE NUMBER OF SHARES HELD BY THEM SUBJECT TO THE PAYMENT TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, OF A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES) ONCE THE HOLDERS OF THE A SHARES, B SHARES, C SHARES AND ORDINARY SHARES HAVE RECEIVED THE SUM OF £10,000,000 PER SHARE. VOTING: EACH A SHARE CARRIES ONE VOTE ON A SHOW OF HANDS OR ON A POLL, SUBJECT TO THE AGGREGATE NUMBER OF VOTES ATTACHING TO ALL THE SHARES OF ANY CLASS HELD BY ANY ONE CORPORATE SHAREHOLDER (A CORPORATE SHAREHOLDER BEING DEFINED AS ANY SHAREHOLDER WHICH FOR THE PURPOSE OF THE INDEPENDENCE REQUIREMENT IN SECTION 296(2) OF THE INCOME TAX ACT 2007 IS DEFINED AS A COMPANY) AND ANY SHAREHOLDER THAT

IS A CONNECTED PERSON TO THAT CORPORATE SHAREHOLDER (AS DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 1122 OF THE CORPORATION TAX ACT 2010) BEING RESTRICTED TO THE LOWER OF THE NUMBER OF VOTES SUCH CORPORATE SHAREHOLDER TOGETHER WITH ALL CONNECTED PERSONS WOULD BE ENTITLED TO BY REASON OF THE TOTAL NUMBER OF SHARES HELD OR 49.99% OF THE TOTAL VOTE.

Class of Shares:	**ORDINARY B**	Number allotted	**2726000**
		Aggregate nominal value:	**272.6**
Currency:	**GBP**		

Prescribed particulars

ON A RETURN OF CAPITAL OR WINDING-UP: SUBJECT TO THE PRIORITY PAYMENT OF A DISTRIBUTION OF £1.77 (PREFERENCE AMOUNT) IN RESPECT OF EACH SERIES A SHARE OR, IF THE AMOUNT TO BE DISTRIBUTED IS INSUFFICIENT TO PAY THE PREFERENCE AMOUNT IN RESPECT OF EACH SERIES A SHARE, THE DISTRIBUTION TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES (IN WHICH CASE NO DISTRIBUTION WILL REMAIN FOR THE B SHARES), THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES AND C SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES, A SHARES, B SHARES AND C SHARES HELD AS IF THE A SHARES, B SHARES, C SHARES AND THE ORDINARY SHARES WERE ONE CLASS OF SHARE; PROVIDED THAT ONCE THE HOLDERS OF THE A SHARES, B SHARES, C SHARES AND ORDINARY SHARES HAVE RECEIVED THE SUM OF £10,000,000 PER SHARE, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES) AND FURTHER PROVIDED THAT ON A LIQUIDATION OR OTHER RETURN OF CAPITAL (INCLUDING THE REDEMPTION OR REPURCHASE OF SHARES) THE AGGREGATE AMOUNT PAYABLE TO ANY ONE CORPORATE SHAREHOLDER (A CORPORATE SHAREHOLDER BEING DEFINED AS ANY SHAREHOLDER WHICH FOR THE PURPOSE OF THE INDEPENDENCE REQUIREMENT IN SECTION 296(2) OF THE INCOME TAX ACT 2007 IS DEFINED AS A COMPANY) AND ANY SHAREHOLDER THAT IS A CONNECTED PERSON TO THAT CORPORATE SHAREHOLDER (AS DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 1122 OF THE CORPORATION TAX ACT 2010) SHALL BE RESTRICTED TO THE LOWER OF THE PERCENTAGE OF THE DISTRIBUTION SUCH CORPORATE SHAREHOLDER TOGETHER WITH ALL CONNECTED PERSONS WOULD BE ENTITLED TO BY REASON OF THE TOTAL NUMBER OF SHARES HELD OR 50% OF THE

TOTAL DISTRIBUTION. ON A SHARE SALE: SUBJECT TO THE PRIORITY PAYMENT OF A DISTRIBUTION OF £1.77 (PREFERENCE AMOUNT) IN RESPECT OF EACH SERIES A SHARE OR, IF THE AMOUNT TO BE DISTRIBUTED IS INSUFFICIENT TO PAY THE PREFERENCE AMOUNT IN RESPECT OF EACH SERIES A SHARE, THE DISTRIBUTION TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES (IN WHICH CASE NO DISTRIBUTION WILL REMAIN FOR THE B SHARES), THE HOLDERS OF B SHARES SHALL, TOGETHER WITH THE HOLDERS OF THE ORDINARY SHARES, A SHARES AND C SHARES AS IF THE ORDINARY SHARES, A SHARES, B SHARES AND C SHARES WERE ONE CLASS OF SHARE, BE ENTITLED TO A DISTRIBUTION OF THE BALANCE OF THE SURPLUS ASSETS (IF ANY) PRO RATA TO THE NUMBER OF SHARES HELD BY THEM SUBJECT TO THE PAYMENT TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, OF A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES) ONCE THE HOLDERS OF THE A SHARES, B SHARES, C SHARES AND ORDINARY SHARES HAVE RECEIVED THE SUM OF £10,000,000 PER SHARE. VOTING: EACH B SHARE CARRIES ONE VOTE ON A SHOW OF HANDS OR ON A POLL, SUBJECT TO THE AGGREGATE NUMBER OF VOTES ATTACHING TO ALL THE SHARES OF ANY CLASS HELD BY ANY ONE CORPORATE SHAREHOLDER (A CORPORATE SHAREHOLDER BEING DEFINED AS ANY SHAREHOLDER WHICH FOR THE PURPOSE OF THE INDEPENDENCE REQUIREMENT IN SECTION 296(2) OF THE INCOME TAX ACT 2007 IS DEFINED AS A COMPANY) AND ANY SHAREHOLDER THAT IS A CONNECTED PERSON TO THAT CORPORATE SHAREHOLDER (AS DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 1122 OF THE CORPORATION TAX ACT 2010) BEING RESTRICTED TO THE LOWER OF THE NUMBER OF VOTES SUCH CORPORATE SHAREHOLDER TOGETHER WITH ALL CONNECTED PERSONS WOULD BE ENTITLED TO BY REASON OF THE TOTAL NUMBER OF SHARES HELD OR 49.99% OF THE TOTAL VOTE.

Class of Shares:	**ORDINARY**	Number allotted	**57253**
	C	Aggregate nominal value:	**5.7253**
Currency:	**GBP**		

Prescribed particulars

VOTING EACH C SHARE CARRIES ONE VOTE ON A SHOW OF HANDS OR ON A POLL, SUBJECT TO THE AGGREGATE NUMBER OF VOTES ATTACHING TO ALL THE SHARES OF ANY CLASS HELD BY ANY ONE CORPORATE SHAREHOLDER (A CORPORATE SHAREHOLDER BEING DEFINED AS ANY SHAREHOLDER WHICH FOR THE PURPOSE OF THE INDEPENDENCE REQUIREMENT IN SECTION 296(2) OF THE INCOME TAX ACT 2007

IS DEFINED AS A COMPANY) AND ANY SHAREHOLDER THAT IS A CONNECTED PERSON TO THAT CORPORATE SHAREHOLDER (AS DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 1122 OF THE CORPORATION TAX ACT 2010)BEING RESTRICTED TO THE LOWER OF THE NUMBER OF VOTES SUCH CORPORATE SHAREHOLDER TOGETHER WITH ALL CONNECTED PERSONS WOULD BE ENTITLED TO BY REASON OF THE TOTAL NUMBER OF SHARES HELD OR 49.99% OF THE TOTAL VOTE. ON A RETURN OF CAPITAL OR WINDING-UP SUBJECT TO THE PRIORITY PAYMENT OF A DISTRIBUTION OF £1.77 (PREFERENCE AMOUNT) IN RESPECT OF EACH SERIES A SHARE OR, IF THE AMOUNT TO BE DISTRIBUTED IS INSUFFICIENT TO PAY THE PREFERENCE AMOUNT IN RESPECT OF EACH SERIES A SHARE, THE DISTRIBUTION TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES (IN WHICH CASE NO DISTRIBUTION WILL REMAIN FOR THE C SHARES), THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES, A SHARES, B SHARES AND C SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES, A SHARES, B SHARES AND C SHARES HELD AS IF THE A SHARES, B SHARES, C SHARES AND THE ORDINARY SHARES WERE ONE CLASS OF SHARE; PROVIDED THAT ONCE THE HOLDERS OF THE A SHARES, B SHARES, C SHARES AND ORDINARY SHARES HAVE RECEIVED THE SUM OF £10,000,000 PER SHARE, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES) AND FURTHER PROVIDED THAT ON A LIQUIDATION OR OTHER RETURN OF CAPITAL (INCLUDING THE REDEMPTION OR REPURCHASE OF SHARES) THE AGGREGATE AMOUNT PAYABLE TO ANY ONE CORPORATE SHAREHOLDER (A CORPORATE SHAREHOLDER BEING DEFINED AS ANY SHAREHOLDER WHICH FOR THE PURPOSE OF THE INDEPENDENCE REQUIREMENT IN SECTION 296(2) OF THE INCOME TAX ACT 2007 IS DEFINED AS A COMPANY) AND ANY SHAREHOLDER THAT IS A CONNECTED PERSON TO THAT CORPORATE SHAREHOLDER (AS DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 1122 OF THE CORPORATION TAX ACT 2010) SHALL BE RESTRICTED TO THE LOWER OF THE PERCENTAGE OF THE DISTRIBUTION SUCH CORPORATE SHAREHOLDER TOGETHER WITH ALL CONNECTED PERSONS WOULD BE ENTITLED TO BY REASON OF THE TOTAL NUMBER OF SHARES HELD OR 50% OF THE TOTAL DISTRIBUTION. ON A SHARE SALE SUBJECT TO THE PRIORITY PAYMENT OF A DISTRIBUTION OF £1.77 (PREFERENCE AMOUNT) IN RESPECT OF EACH SERIES A SHARE OR, IF THE AMOUNT TO BE DISTRIBUTED IS INSUFFICIENT TO PAY THE PREFERENCE AMOUNT IN RESPECT OF EACH SERIES A SHARE, THE DISTRIBUTION TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES (IN

WHICH CASE NO DISTRIBUTION WILL REMAIN FOR THE C SHARES), THE HOLDERS OF C SHARES SHALL, TOGETHER WITH THE HOLDERS OF THE ORDINARY SHARES, A SHARES AND B SHARES AS IF THE ORDINARY SHARES, A SHARES, B SHARES AND C SHARES WERE ONE CLASS OF SHARE, BE ENTITLED TO A DISTRIBUTION OF THE BALANCE OF THE SURPLUS ASSETS (IF ANY) PRO RATA TO THE NUMBER OF SHARES HELD BY THEM SUBJECT TO THE THE PAYMENT TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, OF A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES) ONCE THE HOLDERS OF THE A SHARES, B SHARES, C SHARES AND ORDINARY SHARES HAVE RECEIVED THE SUM OF £10,000,000 PER SHARE.

Class of Shares:	**SERIES A**	Number allotted	**13684347**
		Aggregate nominal value:	**1368.4347**
Currency:	**GBP**		

Prescribed particulars

VOTING: EACH SERIES A SHARE CARRIES ONE VOTE ON A SHOW OF HANDS OR ON A POLL, SUBJECT TO THE AGGREGATE NUMBER OF VOTES ATTACHING TO ALL THE SHARES OF ANY CLASS HELD BY ANY ONE CORPORATE SHAREHOLDER (A CORPORATE SHAREHOLDER BEING DEFINED AS ANY SHAREHOLDER WHICH FOR THE PURPOSE OF THE INDEPENDENCE REQUIREMENT IN SECTION 296(2) OF THE INCOME TAX ACT 2007 IS DEFINED AS A COMPANY) AND ANY SHAREHOLDER THAT IS A CONNECTED PERSON TO THAT CORPORATE SHAREHOLDER (AS DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 1122 OF THE CORPORATION TAX ACT 2010)BEING RESTRICTED TO THE LOWER OF THE NUMBER OF VOTES SUCH CORPORATE SHAREHOLDER TOGETHER WITH ALL CONNECTED PERSONS WOULD BE ENTITLED TO BY REASON OF THE TOTAL NUMBER OF SHARES HELD OR 49.99% OF THE TOTAL VOTE. ON A RETURN OF CAPITAL OR WINDING-UP: IN PRIORITY TO ALL OTHER CLASSES OF SHARES EACH SERIES A SHARE CARRIES THE RIGHT TO A DISTRIBUTION OF £1.77 (PREFERENCE AMOUNT) OR, IF THE AMOUNT TO BE DISTRIBUTED IS INSUFFICIENT TO PAY THE PREFERENCE AMOUNT PER SHARE, THE AMOUNT TO BE DISTRIBUTED SHALL BE PAID TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES PROVIDED THAT ON A LIQUIDATION OR OTHER RETURN OF CAPITAL (INCLUDING THE REDEMPTION OR REPURCHASE OF SHARES) THE AGGREGATE AMOUNT PAYABLE TO ANY ONE CORPORATE SHAREHOLDER (A CORPORATE SHAREHOLDER BEING DEFINED AS ANY SHAREHOLDER WHICH FOR THE PURPOSE OF THE INDEPENDENCE REQUIREMENT

IN SECTION 296(2) OF THE INCOME TAX ACT 2007 IS DEFINED AS A COMPANY) AND ANY SHAREHOLDER THAT IS A CONNECTED PERSON TO THAT CORPORATE SHAREHOLDER (AS DETERMINED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 1122 OF THE CORPORATION TAX ACT 2010) SHALL BE RESTRICTED TO THE LOWER OF THE PERCENTAGE OF THE DISTRIBUTION SUCH CORPORATE SHAREHOLDER TOGETHER WITH ALL CONNECTED PERSONS WOULD BE ENTITLED TO BY REASON OF THE TOTAL NUMBER OF SHARES HELD OR 50% OF THE TOTAL DISTRIBUTION. ON A SHARE SALE: IN PRIORITY TO ALL OTHER CLASSES OF SHARES EACH SERIES A SHARE CARRIES THE RIGHT TO A DISTRIBUTION OF £1.77 (PREFERENCE AMOUNT) OR, IF THE AMOUNT TO BE DISTRIBUTED IS INSUFFICIENT TO PAY THE PREFERENCE AMOUNT PER SHARE, THE AMOUNT TO BE DISTRIBUTED SHALL BE PAID TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES.

Statement of Capital (Totals)

Currency:	**GBP**	Total number of shares:	**28661911**
		Total aggregate nominal value:	**2866.1911**
		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.

Companies House

COMPANY NAME: UNIPLACES LIMITED

COMPANY NUMBER: 08674633

A second filed SH01 was registered on 03/06/2019