

**Return of Allotment of Shares**Company Name: **RAVELIN TECHNOLOGY LTD**Company Number: **09273460**Received for filing in Electronic Format on the: **14/10/2021**

XAF37SJ5

**Shares Allotted (including bonus shares)**Date or period during which  
shares are allottedFrom  
**13/10/2021**To  
**13/10/2021****Class of Shares: ORDINARY****Currency: GBP**Number allotted **344**Nominal value of each share **0.001**Amount paid: **0.1**Amount unpaid: **0**

No shares allotted other than for cash

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## Statement of Capital (Share Capital)

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| <b>Class of Shares:</b> | <b>DEFERRED</b> | Number allotted          | <b>57494</b>  |
| Currency:               | <b>GBP</b>      | Aggregate nominal value: | <b>57.494</b> |

Prescribed particulars

**A) THE DEFERRED SHARES CONFER NO RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING, NOR TO RECEIVE, VOTE ON, OR CONSTITUTE AND ELIGIBLE MEMBER, FOR THE PURPOSE OF, A PROPOSED WRITTEN; B)THE DEFERRED SHARES CONFER NO RIGHT TO PARTICIPATE IN A DIVIDEND; C) THE RIGHT TO RECEIVE A TOTAL OF 31.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES UPON THE DISTRIBUTION OF CAPITAL IN THE COMPANY (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); D) DEFERRED SHARES MAY BE REDEEMED BY THE COMPANY AT ANY TIME FOR ONE PENNY FOR ALL THE DEFERRED SHARES REGISTERED IN THE NAME OF ANY DEFERRED SHAREHOLDER WITHOUT OBTAINING THE SANCTION OF DEFERRED SHAREHOLDER.**

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| <b>Class of Shares:</b> | <b>ORDINARY</b> | Number allotted          | <b>2607094</b>  |
| Currency:               | <b>GBP</b>      | Aggregate nominal value: | <b>2607.094</b> |

Prescribed particulars

A) THE RIGHT OT VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR, ON A POLL, ONE THE BASIS OF ONE VOTE PER ORDINARY SHARE HELD; B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD; C) CAPITAL DISTRIBUTION OF SURPLUS ASSETS REMAINING AFTER PAYMENT OF COMPANY'S LIABILITIES SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY; 1) A TOTAL OF £1.00 SHALL BE PAID TO THE HOLDERS OF DEFERRED SHARES FOR THE ENTIRE CLASS OF DEFERRED SHARES; 2) TO EACH ORDINARY SHAREHOLDER PROVIDED THAT, IF THERE ARE INSUFFICIENT FUNDS TO PAY THE ORGINIAL PURCHASE PRICEON EACH ORDINARY SHARE, THE FUNDS SHALL BE DISTRIBUTED TO THE ORDINARY SHAREHOLDERS PRO RATA TO THE AGGREGATE ORIGINAL PURCHASE PRICE PAID BY EACH ORDINARY SHAREHOLDER; 3) TO EACH SHORTFALL SHAREHOLDER WHO IS PAID A LOWER AMOUNT PURSUANT TO (1) ABOVE, SUCH AMOUNT TO WHICH EACH SHORTFALL SHAREHOLDER IS ENTITLED ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD BY HIM, PRO RATA TO THE AGGREGATE NUMBER OF ORDINARY SHARES HELD BY ALL SHORTFALL SHAREHOLDER BEING PAID AN AMOUNT EXCESS OF HIS PRO RATA ENTILEMENT; AND 4) THE BALANCE OF THE SURPLUS SHALL BE DISTRIBUTED AMONG THE ORDINARY SHAREHOLDERS PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD; AND D) THE ORDINARY SHARES ARE NOT REDEEMABLE.

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| <b>Class of Shares:</b> | <b>SERIES</b> | Number allotted          | <b>719925</b>  |
|                         | <b>B1</b>     | Aggregate nominal value: | <b>719.925</b> |
| Currency:               | <b>GBP</b>    |                          |                |
| Prescribed particulars  |               |                          |                |

A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR, ON A POLL, ON THE BASIS OF ONE VOTE PER SHARE HELD. B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF SHARES HELD. C) THE RIGHT TO PARTICIPATE IN THE DISTRIBUTION OF: (I) ON A LIQUIDATION OR RETURN OF CAPITAL: SUBJECT TO PAYMENT OF A TOTAL OF £1.00 TO ALL DEFERRED SHAREHOLDERS, HOLDERS OF SERIES B1 SHARES SHALL BE ENTITLED TO THE HIGHER OF: (A) THE THRESHOLD AMOUNT (AS DEFINED IN THE ARTICLES) FOR EACH SERIES B1 SHARE HELD BY SUCH SERIES B1 SHAREHOLDER; AND (B) THE AMOUNT SUCH SERIES B1 SHAREHOLDER WOULD RECEIVE IN RESPECT OF HIS SERIES B1 SHARES IF ALL OF THE DISTRIBUTABLE FUNDS (AS DEFINED IN THE ARTICLES) WERE DISTRIBUTED PARI PASSU BETWEEN ALL EQUITY SHAREHOLDERS (AS DEFINED IN THE ARTICLES) PRO RATA TO THE NUMBER OF EQUITY SHARES HELD. (II) ON A SHARE SALE: HOLDERS OF SERIES B1 AND SERIES B2 SHARES SHALL BE ENTITLED TO THE HIGHER OF: (A) THE THRESHOLD AMOUNT FOR EACH SERIES B1 AND SERIES B2 SHARE HELD BY SUCH SERIES B1 AND SERIES B2 SHAREHOLDER; AND (B) THE AMOUNT SUCH SERIES B1 OR SERIES B2 SHAREHOLDER WOULD RECEIVE IN RESPECT OF HIS SERIES B1 OR SERIES B2 SHARES IF ALL OF THE PROCEEDS (AS DEFINED IN THE ARTICLES) WERE DISTRIBUTED PARI PASSU BETWEEN ALL EQUITY SHAREHOLDERS PRO RATA TO THE NUMBER OF EQUITY SHARES HELD. D) THE SHARES ARE NOT REDEEMABLE

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| <b>Class of Shares:</b> | <b>SERIES</b> | Number allotted          | <b>76965</b>  |
|                         | <b>B2</b>     | Aggregate nominal value: | <b>76.965</b> |
| Currency:               | <b>GBP</b>    |                          |               |
| Prescribed particulars  |               |                          |               |

A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR, ON A POLL, ON THE BASIS OF ONE VOTE PER SHARE HELD. B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF SHARES HELD. C) THE RIGHT TO PARTICIPATE IN THE DISTRIBUTION OF: (I) ON A LIQUIDATION OR RETURN OF CAPITAL: SUBJECT TO PAYMENT OF A TOTAL OF £1.00 TO ALL DEFERRED SHAREHOLDERS AND THE PAYMENT TO THE SERIES B1 SHAREHOLDERS OF THEIR ENTITLEMENT UNDER ARTICLE 5.1(B), HOLDERS OF ORDINARY SHARES AND SERIES B2 SHARES SHALL BE ENTITLED TO THE THRESHOLD AMOUNT (AS DEFINED IN THE ARTICLES) ON EACH ORDINARY SHARE OR SERIES B2 SHARE PRO RATA TO THE RESPECTIVE AGGREGATE THRESHOLD AMOUNT (AS DEFINED IN THE ARTICLES) FOR SUCH SHARES. WHERE DISTRIBUTABLE FUNDS (AS DEFINED IN THE ARTICLES) REMAIN, PAYMENT SHALL BE MADE TO EACH ORDINARY OR SERIES B2 SHAREHOLDER WHO HAS BEEN PAID THE LOWEST AMOUNT UNDER THE ABOVE PROVISIONS. (II) ON A SHARE SALE: HOLDERS OF SERIES B1 AND SERIES B2 SHARES SHALL BE ENTITLED TO THE HIGHER OF: (A) THE THRESHOLD AMOUNT (AS DEFINED IN THE ARTICLES) FOR EACH SERIES B1 OR SERIES B2 SHARE HELD BY SUCH RELEVANT SHAREHOLDER; AND (B) THE AMOUNT SUCH SERIES B1 OR SERIES B2 SHAREHOLDER WOULD RECEIVE IN RESPECT OF HIS SERIES B1 OR SERIES B2 SHARES IF ALL OF THE PROCEEDS (AS DEFINED IN THE ARTICLES) WERE DISTRIBUTED PARI PASSU BETWEEN ALL EQUITY SHAREHOLDERS (AS DEFINED IN THE ARTICLES) PRO RATA TO THE NUMBER OF EQUITY SHARES (AS DEFINED IN THE ARTICLES) HELD. D) THE SHARES ARE NOT REDEEMABLE.

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| <b>Class of Shares:</b> | <b>SERIES</b> | Number allotted          | <b>580588</b>  |
|                         | <b>C1</b>     | Aggregate nominal value: | <b>580.588</b> |
| Currency:               | <b>GBP</b>    |                          |                |
| Prescribed particulars  |               |                          |                |

A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR, ON A POLL, ON THE BASIS OF ONE VOTE PER SHARE HELD. B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF SHARES HELD. C) CAPITAL DISTRIBUTION OF SURPLUS ASSETS REMAINING AFTER PAYMENT OF COMPANY'S LIABILITIES SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY: (I) A TOTAL OF £1 SHALL BE PAID TO THE HOLDERS OF DEFERRED SHARES FOR THE ENTIRE CLASS OF DEFERRED SHARES; (II) SECOND, IN PAYING A SUM EQUAL TO £W PLUS £100, WHERE £W IS AN AMOUNT EQUAL TO THE AGGREGATE THRESHOLD AMOUNTS OF ALL SERIES C SHARES, DISTRIBUTED 0.001% TO SERIES B SHARES, ORDINARY SHARES PRO RATA TO THE NUMBER HELD AND 99.999% TO SERIES C SHARES, PROVIDED THAT IF THERE ARE INSUFFICIENT DISTRIBUTABLE FUNDS, SUCH DISTRIBUTABLE FUNDS SHALL BE DISTRIBUTED AMONG THE SERIES B SHARES, ORDINARY SHARES AND SERIES C SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENT UNDER THIS ARTICLE 5.1(B); (III) THIRD, IN PAYING A SUM EQUAL TO £X PLUS £100, WHERE £X IS AN AMOUNT EQUAL TO THE AGGREGATE THRESHOLD AMOUNTS OF ALL SERIES B1 SHARES, DISTRIBUTED 0.001% TO SERIES C SHARES, SERIES B2 SHARES AND ORDINARY SHARES PRO RATA TO THE NUMBER HELD AND 99.999% TO SERIES B1 SHARES, PROVIDED THAT IF THERE ARE INSUFFICIENT DISTRIBUTABLE FUNDS, SUCH DISTRIBUTABLE FUNDS SHALL BE DISTRIBUTED AMONG THE SERIES C SHARES, SERIES B2 SHARES, ORDINARY SHARES AND SERIES B1 SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENT UNDER THIS ARTICLE 5.1(C); (IV) FOURTH, IN PAYING A SUM EQUAL TO £Y PLUS £100, WHERE £Y IS AN AMOUNT EQUAL TO THE AGGREGATE THRESHOLD AMOUNTS OF ALL SERIES B2 SHARES AND ORDINARY SHARES, DISTRIBUTED 0.001% TO SERIES C SHARES AND SERIES B1 SHARES PRO RATA TO THE NUMBER HELD AND 99.999% TO SERIES B2 SHARES AND ORDINARY SHARES, PROVIDED THAT IF THERE ARE INSUFFICIENT DISTRIBUTABLE FUNDS, SUCH DISTRIBUTABLE FUNDS SHALL BE DISTRIBUTED AMONG THE SERIES C SHARES, SERIES B1 SHARES, SERIES B2 SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENT UNDER THIS ARTICLE 5.1(D); (V) FIFTH, TO EACH SHORTFALL SHAREHOLDER WHO IS PAID A LOWER AMOUNT PURSUANT TO (IV) ABOVE, 99.99% TO ORDINARY SHARES, SERIES B2 SHARES AND SERIES C SHARES PRO RATA TO THE NUMBER HELD AND 0.01% TO ALL ORDINARY SHARES, SERIES B2 SHARES AND SERIES B1 SHARES WHO ARE NOT SHORTFALL SHAREHOLDERS PRO RATA TO THE NUMBER HELD AND SUCH ALLOCATION UNDER THIS ARTICLE 5.1(E) SHALL BE REPEATED UNTIL ALL ORDINARY SHARES, SERIES C SHARES AND SERIES B2 SHARES HAVE CAUGHT UP TO THE HIGHEST AMOUNT UNDER (IV) ABOVE (IGNORING ANY AMOUNTS DISTRIBUTED UNDER (II) ABOVE); (VI) SIXTH, IN PAYING ANY REMAINING DISTRIBUTABLE FUNDS TO THE HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER HELD UNTIL EACH SERIES C

SHARE HAS RECEIVED AN AGGREGATE AMOUNT PER SERIES C SHARE PURSUANT TO THIS ARTICLE 5.1 (INCLUDING ANY AMOUNTS DISTRIBUTED PURSUANT TO (II) AND (V) ABOVE) EQUAL TO THE CAPPED AMOUNT; (VII) SEVENTH, IN PAYING 99.999% TO EACH ORDINARY SHARE AND SERIES B SHARE UNTIL EACH RECEIVE AN AMOUNT EQUAL TO THE CAPPED AMOUNT AND 0.001% TO ALL SERIES C SHARES PRO RATA TO THE NUMBER HELD; (VIII) ANY REMAINING DISTRIBUTABLE FUNDS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD. D) THE SERIES C SHARES ARE NOT REDEEMABLE.

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|------------------------|--------|--------------------------|---------|
| Class of Shares:       | SERIES | Number allotted          | 332266  |
|                        | C2     | Aggregate nominal value: | 332.266 |
| Currency:              | GBP    |                          |         |
| Prescribed particulars |        |                          |         |

A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR, ON A POLL, ON THE BASIS OF ONE VOTE PER SHARE HELD. B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF SHARES HELD. C) CAPITAL DISTRIBUTION OF SURPLUS ASSETS REMAINING AFTER PAYMENT OF COMPANY'S LIABILITIES SHALL BE MADE IN THE FOLLOWING ORDER OF PRIORITY: (I) A TOTAL OF £1 SHALL BE PAID TO THE HOLDERS OF DEFERRED SHARES FOR THE ENTIRE CLASS OF DEFERRED SHARES; (II) SECOND, IN PAYING A SUM EQUAL TO £W PLUS £100, WHERE £W IS AN AMOUNT EQUAL TO THE AGGREGATE THRESHOLD AMOUNTS OF ALL SERIES C SHARES, DISTRIBUTED 0.001% TO SERIES B SHARES, ORDINARY SHARES PRO RATA TO THE NUMBER HELD AND 99.999% TO SERIES C SHARES, PROVIDED THAT IF THERE ARE INSUFFICIENT DISTRIBUTABLE FUNDS, SUCH DISTRIBUTABLE FUNDS SHALL BE DISTRIBUTED AMONG THE SERIES B SHARES, ORDINARY SHARES AND SERIES C SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENT UNDER THIS ARTICLE 5.1(B); (III) THIRD, IN PAYING A SUM EQUAL TO £X PLUS £100, WHERE £X IS AN AMOUNT EQUAL TO THE AGGREGATE THRESHOLD AMOUNTS OF ALL SERIES B1 SHARES, DISTRIBUTED 0.001% TO SERIES C SHARES, SERIES B2 SHARES AND ORDINARY SHARES PRO RATA TO THE NUMBER HELD AND 99.999% TO SERIES B1 SHARES, PROVIDED THAT IF THERE ARE INSUFFICIENT DISTRIBUTABLE FUNDS, SUCH DISTRIBUTABLE FUNDS SHALL BE DISTRIBUTED AMONG THE SERIES C SHARES, SERIES B2 SHARES, ORDINARY SHARES AND SERIES B1 SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENT UNDER THIS ARTICLE 5.1(C); (IV) FOURTH, IN PAYING A SUM EQUAL TO £Y PLUS £100, WHERE £Y IS AN AMOUNT EQUAL TO THE AGGREGATE THRESHOLD AMOUNTS OF ALL SERIES B2 SHARES AND ORDINARY SHARES, DISTRIBUTED 0.001% TO SERIES C SHARES AND SERIES B1 SHARES PRO RATA TO THE NUMBER HELD AND 99.999% TO SERIES B2 SHARES AND ORDINARY SHARES, PROVIDED THAT IF THERE ARE INSUFFICIENT DISTRIBUTABLE FUNDS, SUCH DISTRIBUTABLE FUNDS SHALL BE DISTRIBUTED AMONG THE SERIES C SHARES, SERIES B1 SHARES, SERIES B2 SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENT UNDER THIS ARTICLE 5.1(D); (V) FIFTH, TO EACH SHORTFALL SHAREHOLDER WHO IS PAID A LOWER AMOUNT PURSUANT TO (IV) ABOVE, 99.99% TO ORDINARY SHARES, SERIES B2 SHARES AND SERIES C SHARES PRO RATA TO THE NUMBER HELD AND 0.01% TO ALL ORDINARY SHARES, SERIES B2 SHARES AND SERIES B1 SHARES WHO ARE NOT SHORTFALL SHAREHOLDERS PRO RATA TO THE NUMBER HELD AND SUCH ALLOCATION UNDER THIS ARTICLE 5.1(E) SHALL BE REPEATED UNTIL ALL ORDINARY SHARES, SERIES C SHARES AND SERIES B2 SHARES HAVE CAUGHT UP TO THE HIGHEST AMOUNT UNDER (IV) ABOVE (IGNORING ANY AMOUNTS DISTRIBUTED UNDER (II) ABOVE); (VI) SIXTH, IN PAYING ANY REMAINING DISTRIBUTABLE FUNDS TO THE HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER HELD UNTIL EACH SERIES C



SHARE HAS RECEIVED AN AGGREGATE AMOUNT PER SERIES C SHARE PURSUANT TO THIS ARTICLE 5.1 (INCLUDING ANY AMOUNTS DISTRIBUTED PURSUANT TO (II) AND (V) ABOVE) EQUAL TO THE CAPPED AMOUNT; (VII) SEVENTH, IN PAYING 99.999% TO EACH ORDINARY SHARE AND SERIES B SHARE UNTIL EACH RECEIVE AN AMOUNT EQUAL TO THE CAPPED AMOUNT AND 0.001% TO ALL SERIES C SHARES PRO RATA TO THE NUMBER HELD; (VIII) ANY REMAINING DISTRIBUTABLE FUNDS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD. D) THE SERIES C2 SHARES ARE NOT REDEEMABLE.

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## Statement of Capital (Totals)

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|-----------|------------|--------------------------------|-----------------|
| Currency: | <b>GBP</b> | Total number of shares:        | <b>4374332</b>  |
|           |            | Total aggregate nominal value: | <b>4374.332</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.