

DON'T
STAPLE

SH01

Return of allotment of shares



Companies House

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☒ **What this form is for**
You may use this form to give notice of shares allotted following incorporation.

☐ **What this form is NOT for**
You cannot use this form to give notice of shares taken by subscription on formation of the company or for an allotment of a new class of shares by an unlimited company.

WEDNESDAY



ACC08UXM

A17

13/09/2023

#92

COMPANIES HOUSE

1 Company details

Company number 09797821

Company name in full FREETRADE LIMITED

→ **Filling in this form**
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

2 Allotment dates

From Date 29/08/2023

To Date 29/08/2023

1 Allotment date

If all shares were allotted on the same day enter that date in the 'from date' box. If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes.

3 Shares allotted

Please give details of the shares allotted, including bonus shares.
(Please use a continuation page if necessary.)

2 Currency

If currency details are not completed we will assume currency is in pound sterling.

Currency ²	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
	SEE ATTACHED SCHEDULE				

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.

Details of non-cash
consideration.

If a PLC, please attach
valuation report (if
appropriate)

Continuation page

Please use a continuation page if
necessary.

SH01

Return of allotment of shares

4 Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Continuation page
Please use a Statement of Capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
	SEE ATTACHED SCHEDULE			
Totals				
Currency table B				
Totals				
Currency table C				
Totals				
Total issued share capital table				
You must complete this table to show your total issued share capital. Add the totals from all currency tables, including continuation pages.		Total number of shares	Total aggregate nominal value Show different currencies separately. For example: £100 + €100 + \$10	Total aggregate amount unpaid ❶ Show different currencies separately. For example: £100 + €100 + \$10
Grand total		82,616,521	8.2616521	0.00

❶ **Total aggregate amount unpaid**
Enter 0 or 'nil' if the shares are fully paid. We'll assume the shares are fully paid if you leave this blank.

Shares allotted

② Currency

[illegible]

SH01 - continuation page

Return of allotment of shares

If the allotted shares are fully or partly paid up otherwise than in cash, please
state the consideration for which the shares were allotted.

Details of non-cash
consideration.

If a PLC, please attach
valuation report (if
appropriate)

SH01 - continuation page

Return of allotment of shares

4 Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
GBP	A ORDINARY	21,667,659	2.1667659	
GBP	B INVESTMENT	29,168,282	2.9168282	
GBP	DEFERRED	116,933	0.0116933	
GBP	G1 ORDINARY	2,548,786	0.2548786	
GBP	SERIES A	6,276,124	0.6276124	
GBP	SERIES B	17,057,343	1.7057343	
GBP	SERIES B1	2,239,556	0.2239556	
GBP	SERIES B2	3,502,607	0.3502607	
GBP	SERIES B3	39,231	0.0039231	
Totals		82,616,521	8.2616521	0.00

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)		
Class of share	G1 ORDINARY	
Prescribed particulars	<p>EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING. DIVIDENDS AND/OR DISTRIBUTIONS (IF DECLARED AND PAYABLE) SHALL BE PAID AS FOLLOWS (UNLESS THE COMPANY'S BOARD DETERMINES OTHERWISE): 99.99% TO THE HOLDERS OF ALL EQUITY SHARES AND 0.01% TO THE HOLDERS OF GROWTH SHARES. ON A DISTRIBUTION OF ASSETS, GROWTH SHARES WILL ONLY PARTICIPATE IN THE EVENT THAT CERTAIN THRESHOLDS IN RESPECT OF THE COMPANY'S SURPLUS ASSETS ARE MET. ALL GROWTH SHARES ARE NON-REDEEMABLE.</p>	

SH01 - continuation page
Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)		
Class of share	SERIES A	
Prescribed particulars	EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS. ALL SHARES ARE NON-REDEEMABLE.	

SH01 - continuation page
Return of allotment of shares

5

Statement of capital (prescribed particulars of rights attached to shares)

Class of share	SERIES B	
Prescribed particulars	EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS. ALL SHARES ARE NON-REDEEMABLE.	

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)		
Class of share	SERIES B1	
Prescribed particulars	EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS. ALL SHARES ARE NON-REDEEMABLE.	

SH01 - continuation page
Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)		
Class of share	SERIES B2	
Prescribed particulars	EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS. ALL SHARES ARE NON-REDEEMABLE.	

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)		
Class of share	SERIES B3	
Prescribed particulars	EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS. ALL SHARES ARE NON-REDEEMABLE.	

SH01

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in Section 4.

Class of share	A ORDINARY
Prescribed particulars ①	EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS. ALL SHARES ARE NON-REDEEMABLE.
Class of share	B INVESTMENT
Prescribed particulars ①	EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO DIVIDENDS AND DISTRIBUTIONS. ALL SHARES IN THE CLASS HAVE NO RIGHTS IN THE COMPANY WITH RESPECT TO VOTING. ALL SHARES ARE NON-REDEEMABLE.
Class of share	DEFERRED
Prescribed particulars ①	ALL SHARES IN THE CLASS HAVE NO RIGHTS IN THE COMPANY WITH RESPECT TO VOTING. ALL SHARES ARE NON-REDEEMABLE. DIVIDENDS AND/OR DISTRIBUTIONS (IF DECLARED AND PAYABLE) SHALL BE PAID AS FOLLOWS (UNLESS THE COMPANY'S BOARD DETERMINES OTHERWISE): (1) DIVIDENDS - A TOTAL OF £1.00 TO THE HOLDERS OF ALL DEFERRED SHARES FOR THE ENTIRE CLASS OF DEFERRED SHARES; AND (2) DISTRIBUTIONS - A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES. ON A DISTRIBUTION OF ASSETS, DEFERRED SHARES WILL ONLY PARTICIPATE IN THE EVENT THAT CERTAIN THRESHOLDS IN RESPECT OF THE COMPANY'S SURPLUS ASSETS ARE MET.

① Prescribed particulars of rights attached to shares

The particulars are:

- a particulars of any voting rights, including rights that arise only in certain circumstances;
- b particulars of any rights, as respects dividends, to participate in a distribution;
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.


A separate table must be used for each class of share.

Continuation page

Please use a Statement of Capital continuation page if necessary.

6 Signature

I am signing this form on behalf of the company.

Signature	<div>Signature</div> <div>X  X</div>
	<p>This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.</p>

② Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

③ Person authorised

Under either section 270 or 274 of the Companies Act 2006.

SH01

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name **PHILIPPA VERRECCHIA**

Company name **FREETRADE LIMITED**

Address **10 DEVONSHIRE SQUARE**

Post town **LONDON**

County/Region

Postcode **E C 2 M 4 Y P**

Country **UNITED KINGDOM**

DX

Telephone



Checklist

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have shown the date(s) of allotment in section 2.
- ☐ You have completed all appropriate share details in section 3.
- ☐ You have completed the relevant sections of the statement of capital.
- ☐ You have signed the form.



Important information

Please note that all information on this form will appear on the public record.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1

For companies registered in Northern Ireland:
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.



Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse