

**Return of Allotment of Shares**Company Name: **Mind Foundry Limited**Company Number: **09882159**Received for filing in Electronic Format on the: **04/04/2023**

XC0PL2L4

Shares Allotted (including bonus shares)

| Date or period during which shares are allotted | From | To |
|--|-------------------|-------------------|
| | 30/03/2023 | 30/03/2023 |

Class of Shares: ORDINARY**Currency: GBP**Number allotted **478**Nominal value of each share **0.01**Amount paid: **20.9**Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

| | | | |
|------------------------|----------|--------------------------|--------|
| Class of Shares: | A | Number allotted | 83015 |
| | ORDINARY | Aggregate nominal value: | 830.15 |
| Currency: | GBP | | |
| Prescribed particulars | | | |

THE A ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS. ON A DISTRIBUTION OF ASSETS OR A RETURN OF CAPITAL ON A LIQUIDATION, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES (EXCLUSIVE OF ANY DEBTS WHICH HAVE BECOME DUE) SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): FIRST, IN PAYING TO THE HOLDERS OF THE A PREFERENCE SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER A PREFERENCE SHARE HELD EQUAL TO THE GREATER OF: (A) THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING PREMIUM) ON SUCH SHARES (PROVIDED THAT, IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO SUCH AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A PREFERENCE SHARES PRO RATA TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING PREMIUM) ON THEIR RESPECTIVE HOLDINGS OF A PREFERENCE SHARES); OR (B) THE AMOUNT THAT WOULD BE PAID TO EACH HOLDER OF A PREFERENCE SHARES IF THE SURPLUS ASSETS WERE DISTRIBUTED TO ALL OF THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM; AND SECOND, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF A ORDINARY SHARES AND ORDINARY SHARES PRO RATA (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF A ORDINARY AND ORDINARY SHARES HELD. ON A DISTRIBUTION OF ASSETS OR A RETURN OF CAPITAL (IN EACH CASE OTHER THAN ON A LIQUIDATION DISTRIBUTED IN ACCORDANCE ABOVE) OR ON A SHARE SALE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES (EXCLUSIVE OF ANY DEBTS WHICH HAVE BECOME DUE) OR THE PROCEEDS OF SALE (AS THE CASE MAY BE) SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO), IN PAYING TO EACH OF THE HOLDERS OF THE A PREFERENCE AND THE A ORDINARY SHARES (AS IF THE A PREFERENCE AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS), IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER A PREFERENCE AND/OR A ORDINARY SHARE HELD EQUAL TO THE GREATER OF A) THE AMOUNT PAID UP OR CREDIT AS PAID UP (INCLUDING PREMIUM) ON SUCH A PREFERENCE OR A ORDINARY SHARE (PROVIDED THAT, IF THERE ARE INSUFFICIENT SURPLUS ASSETS OR PROCEEDS OF SALE TO PAY THE AMOUNTS PER SHARE EQUAL TO SUCH AMOUNT, THE REMAINING SURPLUS ASSETS OR PROCEEDS OF SALE SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A PREFERENCE AND A ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A PREFERENCE/A ORDINARY SHARES (AS IF THE A PREFERENCE AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS)); OR B) THE AMOUNT THAT WOULD BE PAID TO EACH HOLDER OF A PREFERENCE/A ORDINARY

SHARES IF THE SURPLUS ASSETS OR PROCEEDS OF SALE WERE DISTRIBUTED TO ALL OF THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM (AS IF THE A PREFERENCE AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS). THE A ORDINARY SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

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|------------------------|------------|--------------------------|---------|
| Class of Shares: | A | Number allotted | 114299 |
| | PREFERENCE | Aggregate nominal value: | 1142.99 |
| Currency: | GBP | | |
| Prescribed particulars | | | |

THE A PREFERENCE SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS. ON A DISTRIBUTION OF ASSETS OR A RETURN OF CAPITAL ON A LIQUIDATION, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES (EXCLUSIVE OF ANY DEBTS WHICH HAVE BECOME DUE) SHALL BE APPLIED TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO IN PAYING TO THE HOLDERS OF THE A PREFERENCE SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER A PREFERENCE SHARE HELD EQUAL TO THE GREATER OF: (A) THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING PREMIUM) ON SUCH SHARES (PROVIDED THAT, IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO SUCH AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A PREFERENCE SHARES PRO RATA TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING PREMIUM) ON THEIR RESPECTIVE HOLDINGS OF A PREFERENCE SHARES); OR (B) THE AMOUNT THAT WOULD BE PAID TO EACH HOLDER OF A PREFERENCE SHARES IF THE SURPLUS ASSETS WERE DISTRIBUTED TO ALL OF THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM. ON A DISTRIBUTION OF ASSETS OR A RETURN OF CAPITAL (IN EACH CASE OTHER THAN ON A LIQUIDATION DISTRIBUTED IN ACCORDANCE ABOVE) OR ON A SHARE SALE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES (EXCLUSIVE OF ANY DEBTS WHICH HAVE BECOME DUE) OR THE PROCEEDS OF SALE (AS THE CASE MAY BE) SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO), IN PAYING TO EACH OF THE HOLDERS OF THE A PREFERENCE AND THE A ORDINARY SHARES (AS IF THE A PREFERENCE AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS), IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER A PREFERENCE AND/ OR A ORDINARY SHARE HELD EQUAL TO THE GREATER OF A) THE AMOUNT PAID UP OR CREDIT AS PAID UP (INCLUDING PREMIUM) ON SUCH A PREFERENCE OR A ORDINARY SHARE (PROVIDED THAT, IF THERE ARE INSUFFICIENT SURPLUS ASSETS OR PROCEEDS OF SALE TO PAY THE AMOUNTS PER SHARE EQUAL TO SUCH AMOUNT, THE REMAINING SURPLUS ASSETS OR PROCEEDS OF SALE SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A PREFERENCE AND A ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A PREFERENCE/A ORDINARY SHARES (AS IF THE A PREFERENCE AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS); OR B) THE AMOUNT THAT WOULD BE PAID TO EACH HOLDER OF A PREFERENCE/A ORDINARY SHARES IF THE SURPLUS ASSETS OR PROCEEDS OF SALE WERE DISTRIBUTED TO ALL OF THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM (AS IF THE A

PREFERENCE AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS). THE
A PREFERENCE SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

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|------------------------|------------|--------------------------|--------|
| Class of Shares: | A2 | Number allotted | 38983 |
| | PREFERENCE | Aggregate nominal value: | 389.83 |
| Currency: | GBP | | |
| Prescribed particulars | | | |

THE A2 PREFERENCE SHARES HAVE ATTACHED TO THEM FULL DIVIDEND RIGHTS. THE SHARES DO NOT ENTITLE THEIR HOLDERS TO VOTE. ON A DISTRIBUTION OF ASSETS OR A RETURN OF CAPITAL ON A LIQUIDATION, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES (EXCLUSIVE OF ANY DEBTS WHICH HAVE BECOME DUE) SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (1) FIRST, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES (PARI PASSU AS IF THEY CONSTITUTED SHARES OF THE SAME CLASS), IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER PREFERENCE SHARE HELD EQUAL TO THE GREATER OF: (A) THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING PREMIUM) ON SUCH SHARES (PROVIDED THAT, IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO SUCH AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE AMOUNT PAID UP OR CREDITED AS PAID UP (INCLUDING PREMIUM) ON THEIR RESPECTIVE HOLDINGS OF PREFERENCE SHARES); OR (B) THE AMOUNT THAT WOULD BE PAID TO EACH HOLDER OF PREFERENCE SHARES IF THE SURPLUS ASSETS WERE DISTRIBUTED TO ALL OF THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM; AND (2) SECOND, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF A ORDINARY SHARES AND ORDINARY SHARES PRO RATA (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF A ORDINARY SHARES AND ORDINARY SHARES HELD. ON A DISTRIBUTION OF ASSETS OR A RETURN OF CAPITAL (IN EACH CASE OTHER THAN ON A LIQUIDATION DISTRIBUTED IN ACCORDANCE ABOVE) OR ON A SHARE SALE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES (EXCLUSIVE OF ANY DEBTS WHICH HAVE BECOME DUE) OR THE PROCEEDS OF SALE (AS THE CASE MAY BE) SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (1) FIRST, IN PAYING TO EACH OF THE HOLDERS OF THE PREFERENCE SHARES AND THE A ORDINARY SHARES (AS IF THE PREFERENCE SHARES AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS), IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER PREFERENCE SHARE AND/OR A ORDINARY SHARE HELD EQUAL TO THE GREATER OF: (A) THE AMOUNT PAID UP OR CREDIT AS PAID UP (INCLUDING PREMIUM) ON SUCH PREFERENCE SHARE OR A ORDINARY SHARE (PROVIDED THAT, IF THERE ARE INSUFFICIENT SURPLUS ASSETS OR PROCEEDS OF SALE TO PAY THE AMOUNTS PER SHARE EQUAL TO SUCH AMOUNT, THE REMAINING SURPLUS ASSETS OR PROCEEDS OF SALE SHALL BE DISTRIBUTED TO THE HOLDERS OF THE PREFERENCE SHARES AND A ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF PREFERENCE SHARES/A ORDINARY SHARES (AS IF THE PREFERENCE

SHARES AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS); OR (B) THE AMOUNT THAT WOULD BE PAID TO EACH HOLDER OF PREFERENCE SHARES AND/OR A ORDINARY SHARES IF THE SURPLUS ASSETS OR PROCEEDS OF SALE WERE DISTRIBUTED TO ALL OF THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY THEM (AS IF THE PREFERENCE SHARES AND A ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS); AND (2) SECOND, THE BALANCE OF THE SURPLUS ASSETS OR PROCEEDS OF SALE (AS THE CASE MAY BE) (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD. THE A2 PREFERENCE SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

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|------------------|----------|--------------------------|---------|
| Class of Shares: | ORDINARY | Number allotted | 181672 |
| Currency: | GBP | Aggregate nominal value: | 1816.72 |

Prescribed particulars

THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS. ON A DISTRIBUTION OF ASSETS OR A RETURN OF CAPITAL ON A LIQUIDATION, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES (EXCLUSIVE OF ANY DEBTS WHICH HAVE BECOME DUE) AND AFTER PAYMENT TO THE HOLDERS OF THE A PREFERENCE SHARES, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF A ORDINARY AND ORDINARY SHARES PRO RATA (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF A ORDINARY AND ORDINARY SHARES HELD. ON A DISTRIBUTION OF ASSETS OR A RETURN OF CAPITAL (IN EACH CASE OTHER THAN ON A LIQUIDATION DISTRIBUTED IN ACCORDANCE ABOVE) OR ON A SHARE SALE OR THE PROCEEDS OF SALE (AS THE CASE MAY BE), THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS DEBTS AND LIABILITIES (EXCLUSIVE OF ANY DEBTS WHICH HAVE BECOME DUE) AND AFTER PAYMENT TO THE HOLDERS OF THE A PREFERENCE SHARES AND HOLDERS OF A ORDINARY SHARES SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD. THE ORDINARY SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

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|-----------|------------|--------------------------------|----------------|
| Currency: | GBP | Total number of shares: | 417969 |
| | | Total aggregate nominal value: | 4179.69 |
| | | 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.