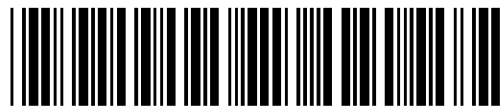


**Return of Allotment of Shares**Company Name: **SUNNY TOPCO LIMITED**Company Number: **10310960**Received for filing in Electronic Format on the: **22/07/2020**

X99UCJ5S

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
12/06/2020

Class of Shares: B ORDINARYCurrency: **GBP**Number allotted **302250**Nominal value of each share **0.00001**Amount paid: **0.001**Amount unpaid: **0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	62376000
	PREFERRED	Aggregate nominal value:	623.76
	SHARES		

Currency: **GBP**

Prescribed particulars

THE A PREFERRED SHARES SHALL CARRY SUCH NUMBER OF VOTES AS WOULD, WHEN AGGREGATED WITH ALL OTHER A PREFERRED SHARES, REPRESENT SUCH PERCENTAGE AS IS EQUAL TO ONE HUNDRED PERCENT OF THE TOTAL NUMBER OF VOTES ATTRIBUTED TO THE A PREFERRED SHARES AND B PREFERRED SHARES MINUS THE AGGREGATE PERCENTAGE OF VOTES HELD BY THE C PREFERRED SHAREHOLDERS AND C ORDINARY SHAREHOLDERS. THE A PREFERRED SHARES SHALL IN AGGREGATE NEVER HOLD LESS THAN 65 PERCENT OF THE TOTAL NUMBER OF VOTES ATTRIBUTED TO THE A PREFERRED SHARES, C PREFERRED SHARES AND C ORDINARY SHARES. THE A PREFERRED SHARES SHALL RANK PARI PASSU WITH THE PREFERRED SHARES AND THE ORDINARY SHARES AS TO DIVIDENDS (SUBJECT TO THE ACCRUAL OF THE PREFERRED DIVIDENDS). UPON A SALE OR LIQUIDATION, THE PROCEEDS / ASSETS SHALL BE DISTRIBUTED AS FOLLOWS: FIRST, TO THE A PREFERRED SHAREHOLDERS AND OTHER PREFERRED SHAREHOLDERS, AN AGGREGATE AMOUNT EQUAL TO THE SUBSCRIPTION PRICE PLUS AN AMOUNT EQUAL TO THE PREFERRED DIVIDEND (12% PER ANNUM ON THE SUBSCRIPTION PRICE); SECOND, TO THE A PREFERRED SHAREHOLDERS, OTHER PREFERRED SHAREHOLDERS AND ORDINARY SHAREHOLDERS THE REMAINING PROCEEDS / ASSETS ON A PRO RATA BASIS (SUBJECT TO THE APPLICATION OF THE RATCHET ON THE ORDINARY SHARES). THE A PREFERRED SHARES ARE NOT REDEEMABLE.

Class of Shares:	B	Number allotted	14401000
	ORDINARY	Aggregate nominal value:	144.01
	SHARES		

Currency: **GBP**

Prescribed particulars

THE B ORDINARY SHARES ENTITLE TO THE HOLDERS THEREOF TO RECEIVE NOTICE OF ALL GENERAL MEETINGS BUT NOT TO ATTEND OR VOTE AT ANY GENERAL MEETING OF THE COMPANY. THE B ORDINARY SHARES SHALL RANK PARI PASSU WITH THE

PREFERRED SHARES AND THE C ORDINARY SHARES AS TO DIVIDENDS (SUBJECT TO THE ACCRUAL OF THE PREFERRED DIVIDENDS). UPON A SALE OR LIQUIDATION, THE PROCEEDS / ASSETS SHALL BE DISTRIBUTED AS FOLLOWS: FIRST, TO THE PREFERRED SHAREHOLDERS, AN AGGREGATE AMOUNT EQUAL TO THE SUBSCRIPTION PRICE PLUS AN AMOUNT EQUAL TO THE PREFERRED DIVIDEND (12% PER ANNUM ON THE SUBSCRIPTION PRICE); SECOND, TO THE PREFERRED SHAREHOLDERS AND ORDINARY SHAREHOLDERS, THE REMAINING PROCEEDS / ASSETS ON A PRO RATA BASIS (SUBJECT TO THE APPLICATION OF THE RATCHET ON THE ORDINARY SHARES). THE B ORDINARY SHARES ARE REDEEMABLE.

Class of Shares:	B	Number allotted	1897000
	PREFERRED	Aggregate nominal value:	18.97
	SHARES		

Currency: **GBP**

Prescribed particulars

THE B PREFERRED SHARES DO NOT CONFER ANY VOTING RIGHTS. THE B PREFERRED SHARES ARE NOT REDEEMABLE. THE B PREFERRED SHARES SHALL RANK PARI PASSU WITH THE PREFERRED SHARES AND THE ORDINARY SHARES AS TO DIVIDENDS (SUBJECT TO THE ACCRUAL OF THE PREFERRED DIVIDENDS). UPON A SALE OR LIQUIDATION, THE PROCEEDS / ASSETS SHALL BE DISTRIBUTED AS FOLLOWS: FIRST, TO THE B PREFERRED SHAREHOLDERS AND OTHER PREFERRED SHAREHOLDERS, AN AGGREGATE AMOUNT EQUAL TO THE SUBSCRIPTION PRICE PLUS AN AMOUNT EQUAL TO THE PREFERRED DIVIDEND (12% PER ANNUM ON THE SUBSCRIPTION PRICE); SECOND, TO THE B PREFERRED SHAREHOLDERS, OTHER PREFERRED SHAREHOLDERS AND ORDINARY SHAREHOLDERS, THE REMAINING PROCEEDS / ASSETS ON A PRO RATA BASIS (SUBJECT TO THE APPLICATION OF THE RATCHET ON THE ORDINARY SHARES).

Class of Shares:	C	Number allotted	8000000
	ORDINARY	Aggregate nominal value:	8000
	SHARES		

Currency: **GBP**

Prescribed particulars

EACH C ORDINARY SHARE HELD BY A C ORDINARY SHAREHOLDER SHALL CARRY SUCH NUMBER OF VOTES AS WOULD, WHEN AGGREGATED WITH ALL OTHER C ORDINARY

SHARES HELD BY SUCH C ORDINARY SHAREHOLDER, ENTITLE SUCH C ORDINARY SHAREHOLDER TO 5% OF THE TOTAL NUMBER OF VOTES ATTRIBUTED TO THE A PREFERRED SHARES, THE C PREFERRED SHARES AND THE C ORDINARY SHARES. THE C ORDINARY SHARES SHALL RANK PARI PASSU WITH THE PREFERRED SHARES AND THE B ORDINARY SHARES AS TO DIVIDENDS (SUBJECT TO THE ACCRUAL OF THE PREFERRED DIVIDENDS). UPON A SALE OR LIQUIDATION, THE PROCEEDS / ASSETS SHALL BE DISTRIBUTED AS FOLLOWS: FIRST, TO THE PREFERRED SHAREHOLDERS, AN AGGREGATE AMOUNT EQUAL TO THE SUBSCRIPTION PRICE PLUS AN AMOUNT EQUAL TO THE PREFERRED DIVIDEND (12% PER ANNUM ON THE SUBSCRIPTION PRICE); SECOND, TO THE PREFERRED SHAREHOLDERS AND ORDINARY SHAREHOLDERS, THE REMAINING PROCEEDS / ASSETS ON A PRO RATA BASIS (SUBJECT TO THE APPLICATION OF THE RATCHET ON THE ORDINARY SHARES). THE C ORDINARY SHARES ARE REDEEMABLE.

Class of Shares:	C	Number allotted	13326000
	PREFERRED	Aggregate nominal value:	6663
	SHARES		

Currency: GBP

Prescribed particulars

THE C PREFERRED SHARES SHALL CARRY SUCH NUMBER OF VOTES AS WOULD, WHEN AGGREGATED WITH ALL OTHER C PREFERRED SHARES HELD BY SUCH C PREFERRED SHAREHOLDER, ENTITLE SUCH C PREFERRED SHAREHOLDER TO 5 PER CENT OF THE TOTAL NUMBER OF VOTES ATTRIBUTED TO THE A PREFERRED SHARES, C PREFERRED SHARES AND C ORDINARY SHARES. THE C PREFERRED SHARES ARE NOT REDEEMABLE. THE C PREFERRED SHARES SHALL RANK PARI PASSU WITH THE PREFERRED SHARES AND THE ORDINARY SHARES AS TO DIVIDENDS (SUBJECT TO THE ACCRUAL OF THE PREFERRED DIVIDENDS). UPON A SALE OR LIQUIDATION, THE PROCEEDS / ASSETS SHALL BE DISTRIBUTED AS FOLLOWS: FIRST, TO THE C PREFERRED SHAREHOLDERS AND OTHER PREFERRED SHAREHOLDERS, AN AGGREGATE AMOUNT EQUAL TO THE SUBSCRIPTION PRICE PLUS AN AMOUNT EQUAL TO THE PREFERRED DIVIDEND (12% PER ANNUM ON THE SUBSCRIPTION PRICE); SECOND, TO THE C PREFERRED SHAREHOLDERS, OTHER PREFERRED SHAREHOLDERS AND ORDINARY SHAREHOLDERS, THE REMAINING PROCEEDS / ASSETS ON A PRO RATA BASIS (SUBJECT TO THE APPLICATION OF THE RATCHET ON THE ORDINARY SHARES).

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	100000000
		Total aggregate nominal value:	15449.74
		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.