

**Return of Allotment of Shares**Company Name: **CLEDARA LIMITED**Company Number: **11455373**Received for filing in Electronic Format on the: **23/03/2023**

XBZVLZEB

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	12/09/2022	

Class of Shares:	SERIES A-2	Number allotted	628752
	PREFERRED	Nominal value of each share	0.0001
	SHARES	Amount paid:	15.904499
Currency:	GBP	Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	SERIES	Number allotted	634190
	A-2	Aggregate nominal value:	63.419
	PREFERRED		
	SHARES		

Currency: **GBP**

Prescribed particulars

ALL SHARES RANK PARI PASSU IN RESPECT OF ALL ASPECTS WITH THE EXCEPTION OF A LIQUIDATION OR RETURN OF CAPITAL; IN WHICH EVENT THE COMPANY WILL PAY TO EACH OF THE HOLDERS OF SERIES A-2 PREFERRED SHARES, AN AMOUNT PER SERIES A-2 PREFERRED SHARES HELD EQUAL TO THE GREATER OF (I) THE PREFERENCE AMOUNT AND (II) THE AMOUNT THAT WOULD BE RECEIVED IF SUCH SHARES HAD BEEN CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH EVENT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SERIES A-2 PREFERRED SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SERIES A-2 PREFERRED SHAREHOLDERS PRO RATA TO THE RESPECTIVE AGGREGATE PREFERENCE AMOUNT FOR SERIES A-2 PREFERRED SHARES WHICH THEY HOLD.

Class of Shares:	A	Number allotted	377500
	ORDINARY	Aggregate nominal value:	37.75

Currency: **GBP**

Prescribed particulars

EACH HOLDER HAS THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. PROFITS WILL BE DISTRIBUTED PARI PASSU AMONG THE HOLDERS OF EQUITY SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS. ON LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF IT'S LIABILITIES SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES PARI PASSU AND PRO RATA TO THE NUMBER OF EQUITY SHARES HELD THEREBY.

Class of Shares:	ORDINARY	Number allotted	1247300
Currency:	GBP	Aggregate nominal value:	124.73

Prescribed particulars

EACH HOLDER OF ORDINARY SHARES HAS THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. PROFITS WILL BE DISTRIBUTED PARI PASSU AMONG THE HOLDERS OF EQUITY SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS. ON LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF IT'S LIABILITIES SHALL BE DISTRIBUTED AMONG THE HOLDERS OF EQUITY SHARES PARI PASSU AND PRO RATA TO THE NUMBER OF EQUITY SHARES HELD THEREBY.

Class of Shares:	SERIES	Number allotted	648187
	SEED	Aggregate nominal value:	64.8187
	PREFERRED		
	SHARES		

Currency: **GBP**

Prescribed particulars

ALL SHARES RANK PARI PASSU IN RESPECT OF ALL ASPECTS WITH THE EXCEPTION OF A LIQUIDATION OR RETURN OF CAPITAL; IN WHICH EVENT THE COMPANY WILL PAY TO EACH OF THE HOLDERS OF SERIES SEED PREFERRED SHARES, AN AMOUNT PER SERIES SEED PREFERRED SHARES HELD EQUAL TO THE GREATER OF (I) THE PREFERENCE AMOUNT AND (II) THE AMOUNT THAT WOULD BE RECEIVED IF SUCH SHARES HAD BEEN CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH EVENT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SERIES SEED PREFERRED SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SERIES SEED PREFERRED SHAREHOLDERS PRO RATA TO THE RESPECTIVE AGGREGATE PREFERENCE AMOUNT FOR SERIES SEED PREFERRED SHARES WHICH THEY HOLD.

Class of Shares:	SERIES	Number allotted	198094
	A-1	Aggregate nominal value:	19.8094

PREFERRED

SHARES

Currency: **GBP**

Prescribed particulars

ALL SHARES RANK PARI PASSU IN RESPECT OF ALL ASPECTS WITH THE EXCEPTION OF A LIQUIDATION OR RETURN OF CAPITAL; IN WHICH EVENT THE COMPANY WILL PAY TO EACH OF THE HOLDERS OF SERIES A-1 PREFERRED SHARES, AN AMOUNT PER SERIES A-1 PREFERRED SHARES HELD EQUAL TO THE GREATER OF (I) THE PREFERENCE AMOUNT AND (II) THE AMOUNT THAT WOULD BE RECEIVED IF SUCH SHARES HAD BEEN CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH EVENT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SERIES A-1 PREFERRED SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SERIES A-1 PREFERRED SHAREHOLDERS PRO RATA TO THE RESPECTIVE AGGREGATE PREFERENCE AMOUNT FOR SERIES A-1 PREFERRED SHARES WHICH THEY HOLD.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	3105271
		Total aggregate nominal value:	310.5271
		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.