

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

XBZVMAQW

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>20/09/2022</b>	

<b>Class of Shares:</b>	<b>SERIES A-2</b>	Number allotted	<b>1571</b>
	<b>PREFERRED</b>	Nominal value of each share	<b>0.0001</b>
	<b>SHARES</b>	Amount paid:	<b>15.9045</b>
Currency:	<b>GBP</b>	Amount unpaid:	<b>0</b>

No shares allotted other than for cash

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# Statement of Capital (Share Capital)

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Class of Shares:	<b>SERIES</b>	Number allotted	<b>892699</b>
	<b>A-2</b>	Aggregate nominal value:	<b>89.2699</b>
	<b>PREFERRED</b>		
	<b>SHARES</b>		

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:	<b>A</b>	Number allotted	<b>377500</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>37.75</b>

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.**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>1247300</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>124.73</b>

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.**

<b>Class of Shares:</b>	<b>SERIES</b>	Number allotted	<b>648187</b>
	<b>SEED</b>	Aggregate nominal value:	<b>64.8187</b>
	<b>PREFERRED</b>		
	<b>SHARES</b>		

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.**

<b>Class of Shares:</b>	<b>SERIES</b>	Number allotted	<b>198094</b>
	<b>A-1</b>	Aggregate nominal value:	<b>19.8094</b>

**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.**

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>3363780</b>
		Total aggregate nominal value:	<b>336.378</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.