

**Return of Allotment of Shares**Company Name: **UNITED FITNESS BRANDS LTD.**Company Number: **12949685**Received for filing in Electronic Format on the: **19/01/2023**

XBVJ9M54

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	12/01/2022	

Class of Shares:	ORDINARY	Number allotted	10167525
Currency:	GBP	Nominal value of each share	0.01
		Amount paid:	0.198813
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	18020441
Currency:	GBP	Aggregate nominal value:	180204.41
Prescribed particulars			

VOTING RIGHTS - SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. DIVIDEND RIGHTS - EACH SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. DISTRIBUTION RIGHTS ON WINDING UP - EACH SHARE RANKS EQUALLY FOR ANY DISTRIBUTION MADE ON WINDING-UP. REDEEMABLE SHARES - THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	SERIES	Number allotted	6858872
	A	Aggregate nominal value:	68588.72
Currency:	GBP		
Prescribed particulars			

VOTING RIGHTS- THE HOLDERS OF THE EQUITY SHARES SHALL BE ENTITLED TO VOTE AT A GENERAL MEETING OF THE COMPANY OR ON A WRITTEN RESOLUTION AND SHALL RANK IN ALL RESPECTS PARI PASSU. DIVIDEND RIGHTS- ANY AVAILABLE PROFITS WHICH THE COMPANY DETERMINES TO DISTRIBUTE, SUBJECT TO THE APPROVAL OF THE BOARD OF DIRECTORS, SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE SHARES THEN IN ISSUE PRO RATA ACCORDING TO THE NUMBER OF EQUITY SHARES HELD BY EACH HOLDER. DISTRIBUTION RIGHTS ON WINDING UP- ON A DISTRIBUTION OF ASSETS ON A 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 ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); (B) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED: (I) IN THE EVENT THAT THE TOTAL AMOUNT OF SUCH ASSETS IS EQUAL TO OR LESS THAN THE TOTAL AMOUNT OF THE ISSUE PRICE MULTIPLIED BY ALL SERIES A SHARES IN ISSUE AT THE DATE OF SUCH DISTRIBUTION, FIRST IN APPLYING AND APPORTIONING AMONG THE HOLDERS OF SERIES A SHARES (PARI PASSU AS IF ONE CLASS AND PRO RATA AS BETWEEN THEM) SUCH SUM AS EQUATES TO THE ISSUE PRICE FOR EACH SERIES A SHARE HELD BY THEM. THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL THEN BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD; OR (II) IN THE EVENT THAT THE TOTAL AMOUNT OF SUCH ASSETS IS GREATER THAN THE TOTAL AMOUNT OF THE ISSUE PRICE MULTIPLIED BY ALL SERIES A SHARES IN ISSUE AT THE DATE OF SUCH DISTRIBUTION, SUCH SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG ALL HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD. REDEEMABLE SHARES- THE SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	24879313
		Total aggregate nominal value:	248793.13
		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.