



Return of Allotment of Shares

Company Name: **OX TOOLS GLOBAL HOLDINGS LTD**

Company Number: **14523132**



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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	17/01/2025	

Class of Shares:	PREFERENCE	Number allotted	24455504
	C	Nominal value of each share	1
Currency:	GBP	Amount paid:	1
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	34094237
Currency:	GBP	Aggregate nominal value:	34094237

Prescribed particulars

(A) THE ORDINARY SHARES CONFER ON EACH HOLDER THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND TO ONE VOTE FOR EACH ORDINARY SHARE ON A POLL VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY; (B) EACH ORDINARY SHARE IS ENTITLED TO A PRO RATA SHARE OF DIVIDEND PAYMENTS PARI PASSU WITH THE ORDINARY SHARES; (C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE RIGHT TO PARTICIPATE IN ANY SURPLUS ASSETS OF THE COMPANY PARI PASSU WITH THE ORDINARY SHARES UP TO AND INCLUDING £40,000,000 AND THEREAFTER TOPARTICIPATE IN ANY SURPLUS ASSETS IN EXCESS OF £40,000,000 PARI PASSU WITH THE ORDINARY SHARES AND THE GROWTH SHARES BUT ONLY ONCE THE HOLDERS OF THE DEFERRED SHARES HAVE RECEIVED A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES AND THE HOLDERS OF THE PREFERENCE A SHARES, THE PREFERENCE B SHARES AND THE PREFERENCE C SHARES HAVE RECEIVED AN AMOUNT EQUAL TO THE AGGREGATE OF £1.00 FOR EACH PREFERENCE A SHARE OR PREFERENCE B SHARE OR PREFERENCE C SHARE AND ANY ARREARS OF THE PREFERENTIAL DIVIDEND AND THE HOLDERS OF THE PREFERENCE C SHARES HAVE RECEIVED THE AGGREGATE PAYMENT ARISING FROM THE EXIT AND ANY AGGREGATE PAYMENT ARISING FROM A PREVIOUS EXIT EVENT RELATING TO A RELEVANT GROUP COMPANY (AS MORE PARTICULARLY SET OUT IN THE ARTICLES OF ASSOCIATION); (D) THE ORDINARY SHARES ARE NON-REDEEMABLE.

Class of Shares:	GROWTH	Number allotted	1395000
Currency:	GBP	Aggregate nominal value:	13950

Prescribed particulars

(A) THE GROWTH SHARES ARE NON-VOTING AND DO NOT CONFER ON THE HOLDER THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETINGS OF THE COMPANY NOR THE RIGHT RECEIVE OR VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY; (B) THE GROWTH SHARES ARE NOT ENTITLED TO A SHARE OF ANY DIVIDEND (C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE RIGHT TO PARTICIPATE IN A DISTRIBUTION WITH THE HOLDERS OF THE GROWTH SHARES AND THE HOLDERS OF ORDINARY SHARES PARI PASSU IN RESPECT OF SURPLUS ASSETS IN EXCESS OF £40,000,000 BUT ONLY ONCE THE HOLDERS OF THE DEFERRED SHARES HAVE RECEIVED A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES AND THE HOLDERS OF THE PREFERENCE A SHARES, THE PREFERENCE B SHARES AND THE PREFERENCE C SHARES HAVE RECEIVED AN AMOUNT EQUAL TO THE AGGREGATE OF £1.00 FOR EACH PREFERENCE A SHARE OR PREFERENCE B SHARE OR PREFERENCE C SHARE AND ANY ARREARS OF THE PREFERENTIAL DIVIDEND AND THE HOLDERS OF THE PREFERENCE C SHARES HAVE RECEIVED THE AGGREGATE PAYMENT ARISING FROM THE EXIT AND ANY AGGREGATE PAYMENT ARISING FROM A PREVIOUS EXIT EVENT RELATING TO A RELEVANT GROUP COMPANY (AS MORE PARTICULARLY SET OUT IN THE ARTICLES OF ASSOCIATION); (D) THE GROWTH SHARES ARE NON-REDEEMABLE.

Class of Shares:	PREFERENCE	Number allotted	14945030
	A	Aggregate nominal value:	14945030
Currency:	GBP		
Prescribed particulars			

(A) THE PREFERENCE A SHARES ARE NON-VOTING AND DO NOT CONFER ON THE HOLDER THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETINGS OF THE COMPANY NOR THE RIGHT RECEIVE OR VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY; (B) EACH PREFERENCE A SHARE IS ENTITLED TO A FIXED CUMULATIVE CASH PREFERENTIAL DIVIDEND AT THE ANNUAL RATE OF THREE PER CENT. OF THE AMOUNT OF £1.00 PER PREFERENCE A SHARE, WHICH SHALL ACCRUE FROM DAY TO DAY ON THE BASIS OF A 365 DAY YEAR AND BE PAYABLE IN ARREARS (AS MORE PARTICULARLY SET OUT IN THE ARTICLES OF ASSOCIATION OF THE COMPANY); (C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE RIGHT TO PARTICIPATE IN A PREFERENTIAL DISTRIBUTION WITH THE HOLDERS OF THE PREFERENCE B SHARES AND THE PREFERENCE C SHARES PARI PASSU AHEAD OF THE HOLDERS OF ORDINARY SHARES OF AN AMOUNT EQUAL TO THE AGGREGATE OF £1.00 FOR EACH PREFERENCE A SHARE AND ANY ARREARS OF THE PREFERENTIAL DIVIDEND BUT ONLY ONCE THE HOLDERS OF THE DEFERRED SHARES HAVE RECEIVED A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES; (D) THE PREFERENCE A SHARES ARE REDEEMABLE.

Class of Shares:	PREFERENCE	Number allotted	9510474
	B	Aggregate nominal value:	9510474
Currency:	GBP		
Prescribed particulars			

(A) THE PREFERENCE B SHARES ARE NON-VOTING AND DO NOT CONFER ON THE HOLDER THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETINGS OF THE COMPANY NOR THE RIGHT RECEIVE OR VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY; (B) EACH PREFERENCE B SHARE IS ENTITLED TO A FIXED CUMULATIVE CASH PREFERENTIAL DIVIDEND AT THE ANNUAL RATE OF THREE PER CENT. OF THE AMOUNT OF £1.00 PER PREFERENCE B SHARE, WHICH SHALL ACCRUE FROM DAY TO DAY ON THE BASIS OF A 365 DAY YEAR AND BE PAYABLE IN ARREARS (AS MORE PARTICULARLY SET OUT IN THE ARTICLES OF ASSOCIATION OF THE COMPANY); (C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE RIGHT TO PARTICIPATE IN A PREFERENTIAL DISTRIBUTION WITH THE HOLDERS OF THE PREFERENCE A SHARES AND THE PREFERENCE C SHARES PARI PASSU AHEAD OF THE HOLDERS OF ORDINARY SHARES OF AN AMOUNT EQUAL TO THE AGGREGATE OF £1.00 FOR EACH PREFERENCE B SHARE AND ANY ARREARS OF THE PREFERENTIAL DIVIDEND BUT ONLY ONCE THE HOLDERS OF THE DEFERRED SHARES HAVE RECEIVED A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES; (D) THE PREFERENCE B SHARES ARE REDEEMABLE.

Class of Shares:	PREFERENCE	Number allotted	24455504
	C	Aggregate nominal value:	24455504
Currency:	GBP		
Prescribed particulars			

(A) THE PREFERENCE C SHARES ARE NON-VOTING AND DO NOT CONFER ON THE HOLDER THE RIGHT TO RECEIVE NOTICE OF, ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETINGS OF THE COMPANY NOR THE RIGHT RECEIVE OR VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY; (B) EACH PREFERENCE C SHARE IS ENTITLED TO A FIXED CASH PREFERENTIAL DIVIDEND AT THE ANNUAL RATE OF SEVEN PER CENT, OF THE AMOUNT OF £1.00 PER PREFERENCE C SHARE, WHICH SHALL BE PAYABLE SIX MONTHLY IN ARREARS (AS MORE PARTICULARLY SET OUT IN THE ARTICLES OF ASSOCIATION OF THE COMPANY); (C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), THE RIGHT TO PARTICIPATE IN A PREFERENTIAL DISTRIBUTION WITH THE HOLDERS OF THE PREFERENCE A SHARES, THE PREFERENCE B SHARES AND THE PREFERENCE C SHARES PARI PASSU AHEAD OF THE HOLDERS OF ORDINARY SHARES OF AN AMOUNT EQUAL TO THE AGGREGATE OF £1.00 FOR EACH PREFERENCE C SHARE AND ANY ARREARS OF THE PREFERENTIAL DIVIDEND AND THE RIGHT TO PARTICIPATE PARI PASSU WITH THE HOLDERS OF THE PREFERENCE C SHARES IN THE AGGREGATE PAYMENT ARISING FROM THE EXIT AND ANY AGGREGATE PAYMENT ARISING FROM A PREVIOUS EXIT EVENT RELATING TO A RELEVANT GROUP COMPANY (AS MORE PARTICULARLY SET OUT IN THE ARTICLES OF ASSOCIATION) BUT ONLY ONCE THE HOLDERS OF THE DEFERRED SHARES HAVE RECEIVED A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES; (D) THE PREFERENCE C SHARES ARE REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	84400245
		Total aggregate nominal value:	83019195
		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.