Companies House

SH01(ef)

Return of Allotment of Shares

Company Name: **Inforcer Ltd**
Company Number: **14146319**

Received for filing in Electronic Format on the: **30/05/2025**

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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	16/05/2025	**20/05/2025**

Class of Shares:	**SERIES B**	Number allotted	**527006**
Currency:	**GBP**	Nominal value of each share	**0.0001**
		Amount paid:	**50.0134**
		Amount unpaid:	**0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	**ORDINARY**	Number allotted	**1631826**
Currency:	**GBP**	Aggregate nominal value:	**163.1826**

Prescribed particulars

THE ORDINARY SHARES CARRY FULL VOTING RIGHTS AND ARE NON-REDEEMABLE. THE ORDINARY SHARES ARE ENTITLED TO RECEIVE DIVIDENDS PRO RATA WITH THE SERIES A SHARES, THE SERIES B SHARES, AND THE B ORDINARY SHARES. 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 OR PROVISIONING FOR ITS LIABILITIES ("SURPLUS ASSETS") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) AS FOLLOWS: (A) FIRST, IN DISTRIBUTING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY DISTRIBUTION TO ANY ONE HOLDER OF DEFERRED SHARES); (B) SECOND, IN DISTRIBUTING TO THE HOLDERS OF THE B ORDINARY SHARES, IF ANY, A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF B ORDINARY SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY DISTRIBUTION TO ANY ONE HOLDER OF B ORDINARY SHARES); (C) THIRD, IN DISTRIBUTING TO THE HOLDERS OF EACH OF THE PREFERRED SHARES, IN PRIORITY TO THE HOLDERS OF ORDINARY SHARES AND THE B ORDINARY SHARES, AN AMOUNT PER PREFERRED SHARE HELD EQUAL TO THE GREATER OF (I) THE APPLICABLE PREFERENCE AMOUNT AND (II) THE AMOUNT THAT WOULD BE RECEIVED IF THE PREFERRED SHARES WERE CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH DISTRIBUTION (PROVIDED THAT (A) SUCH DETERMINATION SHALL BE MADE ON A CLASS BY CLASS BASIS AND (B) IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO DISTRIBUTE THE AMOUNTS PER PREFERRED SHARE EQUAL TO THE APPLICABLE PREFERENCE AMOUNT FOR EACH PREFERRED SHARE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE PREFERRED SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE AGGREGATE PREFERENCE AMOUNT); AND (D) THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRSTLY, AN AMOUNT UP TO THE HURDLE AMOUNT SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES ON A PARI PASSU BASIS PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD; (II) SECONDLY, ANY SURPLUS ASSETS REMAINING AFTER THE DISTRIBUTION PURSUANT

TO ARTICLE 5.1(D)(I) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF B ORDINARY SHARES, ON A PARI PASSU BASIS PRO RATA ACCORDING TO THE NUMBER OF B ORDINARY SHARES HELD, UNTIL SUCH TIME AS THE AMOUNT DISTRIBUTED TO EACH B ORDINARY SHARE SHALL BE EQUAL TO THE AMOUNT DISTRIBUTED TO EACH ORDINARY SHARE; AND (III) FINALLY, ANY SURPLUS ASSETS REMAINING AFTER ARTICLE 5.1(D)(I) AND 5.1(D)(II) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE ORDINARY SHARES AND THE B ORDINARY SHARES ON A PARI PASSU BASIS (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES AND B ORDINARY SHARES HELD.

Class of Shares:	**SERIES A**	Number allotted	**742646**
		Aggregate nominal value:	**74.2646**
Currency:	**GBP**		

Prescribed particulars

THE SERIES A SHARES CARRY FULL VOTING RIGHTS AND ARE NON-REDEEMABLE. THE SERIES A SHARES ARE ENTITLED TO RECEIVE DIVIDENDS PRO RATA WITH THE ORDINARY SHARES, THE SERIES B SHARES, AND THE B ORDINARY SHARES. 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 OR PROVISIONING FOR ITS LIABILITIES ("SURPLUS ASSETS") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) AS FOLLOWS: (A) FIRST, IN DISTRIBUTING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY DISTRIBUTION TO ANY ONE HOLDER OF DEFERRED SHARES); (B) SECOND, IN DISTRIBUTING TO THE HOLDERS OF THE B ORDINARY SHARES, IF ANY, A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF B ORDINARY SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY DISTRIBUTION TO ANY ONE HOLDER OF B ORDINARY SHARES); (C) THIRD, IN DISTRIBUTING TO THE HOLDERS OF EACH OF THE PREFERRED SHARES, IN PRIORITY TO THE HOLDERS OF ORDINARY SHARES AND THE B ORDINARY SHARES, AN AMOUNT PER PREFERRED SHARE HELD EQUAL TO THE GREATER OF (I) THE APPLICABLE PREFERENCE AMOUNT AND (II) THE AMOUNT THAT WOULD BE RECEIVED IF THE PREFERRED SHARES WERE CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH DISTRIBUTION (PROVIDED THAT (A) SUCH DETERMINATION SHALL BE MADE ON A CLASS BY CLASS BASIS AND (B) IF THERE

ARE INSUFFICIENT SURPLUS ASSETS TO DISTRIBUTE THE AMOUNTS PER PREFERRED SHARE EQUAL TO THE APPLICABLE PREFERENCE AMOUNT FOR EACH PREFERRED SHARE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE PREFERRED SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE AGGREGATE PREFERENCE AMOUNT); AND (D) THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRSTLY, AN AMOUNT UP TO THE HURDLE AMOUNT SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES ON A PARI PASSU BASIS PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD; (II) SECONDLY, ANY SURPLUS ASSETS REMAINING AFTER THE DISTRIBUTION PURSUANT TO ARTICLE 5.1(D)(I) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF B ORDINARY SHARES, ON A PARI PASSU BASIS PRO RATA ACCORDING TO THE NUMBER OF B ORDINARY SHARES HELD, UNTIL SUCH TIME AS THE AMOUNT DISTRIBUTED TO EACH B ORDINARY SHARE SHALL BE EQUAL TO THE AMOUNT DISTRIBUTED TO EACH ORDINARY SHARE; AND (III) FINALLY, ANY SURPLUS ASSETS REMAINING AFTER ARTICLE 5.1(D)(I) AND 5.1(D)(II) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE ORDINARY SHARES AND THE B ORDINARY SHARES ON A PARI PASSU BASIS (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES AND B ORDINARY SHARES HELD.

Class of Shares:	**SERIES B**	Number allotted	**527006**
		Aggregate nominal value:	**52.7006**
Currency:	**GBP**		

Prescribed particulars

THE SERIES B SHARES CARRY FULL VOTING RIGHTS AND ARE NON-REDEEMABLE. THE SERIES B SHARES ARE ENTITLED TO RECEIVE DIVIDENDS PRO RATA WITH THE ORDINARY SHARES, THE SERIES A SHARES, AND THE B ORDINARY SHARES. 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 OR PROVISIONING FOR ITS LIABILITIES ("SURPLUS ASSETS") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) AS FOLLOWS: (A) FIRST, IN DISTRIBUTING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY DISTRIBUTION TO ANY ONE HOLDER OF DEFERRED SHARES); (B) SECOND, IN DISTRIBUTING TO THE HOLDERS OF THE B ORDINARY SHARES, IF ANY, A TOTAL OF

ONE PENNY IN AGGREGATE FOR THE ENTIRE CLASS OF B ORDINARY SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY DISTRIBUTION TO ANY ONE HOLDER OF B ORDINARY SHARES); (C) THIRD, IN DISTRIBUTING TO THE HOLDERS OF EACH OF THE PREFERRED SHARES, IN PRIORITY TO THE HOLDERS OF ORDINARY SHARES AND THE B ORDINARY SHARES, AN AMOUNT PER PREFERRED SHARE HELD EQUAL TO THE GREATER OF (I) THE APPLICABLE PREFERENCE AMOUNT AND (II) THE AMOUNT THAT WOULD BE RECEIVED IF THE PREFERRED SHARES WERE CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH DISTRIBUTION (PROVIDED THAT (A) SUCH DETERMINATION SHALL BE MADE ON A CLASS BY CLASS BASIS AND (B) IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO DISTRIBUTE THE AMOUNTS PER PREFERRED SHARE EQUAL TO THE APPLICABLE PREFERENCE AMOUNT FOR EACH PREFERRED SHARE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE PREFERRED SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE AGGREGATE PREFERENCE AMOUNT); AND (D) THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AS FOLLOWS: (I) FIRSTLY, AN AMOUNT UP TO THE HURDLE AMOUNT SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES ON A PARI PASSU BASIS PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD; (II) SECONDLY, ANY SURPLUS ASSETS REMAINING AFTER THE DISTRIBUTION PURSUANT TO ARTICLE 5.1(D)(I) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF B ORDINARY SHARES, ON A PARI PASSU BASIS PRO RATA ACCORDING TO THE NUMBER OF B ORDINARY SHARES HELD, UNTIL SUCH TIME AS THE AMOUNT DISTRIBUTED TO EACH B ORDINARY SHARE SHALL BE EQUAL TO THE AMOUNT DISTRIBUTED TO EACH ORDINARY SHARE; AND (III) FINALLY, ANY SURPLUS ASSETS REMAINING AFTER ARTICLE 5.1(D)(I) AND 5.1(D)(II) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE ORDINARY SHARES AND THE B ORDINARY SHARES ON A PARI PASSU BASIS (AS IF SUCH SHARES CONSTITUTED ONE AND THE SAME CLASS) PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES AND B ORDINARY SHARES HELD.

Statement of Capital (Totals)

Currency:	**GBP**	Total number of shares:	**2901478**
		Total aggregate nominal value:	**290.1478**
		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.