

**Return of Allotment of Shares**Company Name: **CUSP AI LIMITED**Company Number: **15549537**Received for filing in Electronic Format on the: **16/04/2026**

XF037HG2

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	17/03/2026	18/03/2026

Class of Shares:	SERIES A-3	Number allotted	2510222
	PREFERRED	Nominal value of each share	0.000001
Currency:	GBP	Amount paid:	18.19
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	SERIES A-3A	Number allotted	242586
	PREFERRED	Nominal value of each share	0.000001
Currency:	GBP	Amount paid:	0.000001
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	9208472
Currency:	GBP	Aggregate nominal value:	9.208472

Prescribed particulars

THE ORDINARY SHARES HAVE FULL VOTING RIGHTS. THE ORDINARY SHARES HAVE FULL DIVIDEND RIGHTS. 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 (A) FIRST IN PAYING THE DEFERRED SHAREHOLDERS A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF SHARES, (B) SECOND TO EACH OF THE SERIES SEED PREFERENCE SHAREHOLDERS, SERIES A-1 SHAREHOLDERS, SERIES A-2 SHAREHOLDERS, SERIES A-3 SHAREHOLDERS, AND SERIES A-3A SHAREHOLDERS IN PRIORITY TO THE ORDINARY SHARES, AN AMOUNT PER EACH SERIES SEED PREFERENCE SHARE, SERIES A-1 SHARE, SERIES A-2 SHARE, SERIES A-3 SHARE, AND SERIES A-3A SHARE EQUAL TO THE GREATER OF: (I) THE PREFERENCE AMOUNT; AND (II) THE AMOUNT THAT WOULD BE DISTRIBUTED IF THEIR RELEVANT SERIES SEED PREFERENCE SHARES, SERIES A-1 SHARES, SERIES A-2 SHARES, SERIES A-3 SHARES, AND SERIES A-3A SHARES WERE CONVERTED INTO ORDINARY SHARES AT THE CONVERSION RATIO IMMEDIATELY PRIOR TO SUCH DISTRIBUTION, (C) AND AS TO THE BALANCE OF THE SURPLUS ASSETS, IF ANY, TO THE ORDINARY SHAREHOLDERS PRO RATA. THE ORDINARY SHARES ARE NON REDEEMABLE.

Class of Shares:	SERIES	Number allotted	5830894
	A-1	Aggregate nominal value:	5.830894

Currency: GBP

Prescribed particulars

THE SERIES A-1 SHARES HAVE FULL VOTING RIGHTS. THE SERIES A-1 SHARES HAVE FULL DIVIDEND RIGHTS. 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 (A) FIRST IN PAYING THE DEFERRED SHAREHOLDERS A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES, (B) SECOND TO EACH OF THE SERIES SEED PREFERENCE SHAREHOLDERS, SERIES A-1 SHAREHOLDERS, SERIES A-2

SHAREHOLDERS, SERIES A-3 SHAREHOLDERS, AND SERIES A-3A SHAREHOLDERS IN PRIORITY TO THE ORDINARY SHARES, AN AMOUNT PER EACH SERIES SEED PREFERENCE SHARE, SERIES A-1 SHARE, SERIES A-2 SHARE, SERIES A-3 SHARE, AND SERIES A-3A SHARE EQUAL TO THE GREATER OF: (I) THE PREFERENCE AMOUNT; AND (II) THE AMOUNT THAT WOULD BE DISTRIBUTED IF THEIR RELEVANT SERIES SEED PREFERENCE SHARES, SERIES A-1 SHARES, SERIES A-2 SHARES, SERIES A-3 SHARES, AND SERIES A-3A SHARES WERE CONVERTED INTO ORDINARY SHARES AT THE CONVERSION RATIO IMMEDIATELY PRIOR TO SUCH DISTRIBUTION, (C) AND AS TO THE BALANCE OF THE SURPLUS ASSETS, IF ANY, TO THE ORDINARY SHAREHOLDERS PRO RATA. THE SERIES A-1 SHARES ARE NON REDEEMABLE.

Class of Shares:	SERIES	Number allotted	2456594
	A-2	Aggregate nominal value:	2.456594
Currency:	GBP		

Prescribed particulars

THE SERIES A-2 SHARES HAVE FULL VOTING RIGHTS. THE SERIES A-2 SHARES HAVE FULL DIVIDEND RIGHTS. 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 (A) FIRST IN PAYING THE DEFERRED SHAREHOLDERS A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES, (B) SECOND TO EACH OF THE SERIES SEED PREFERENCE SHAREHOLDERS, SERIES A-1 SHAREHOLDERS, SERIES A-2 SHAREHOLDERS, SERIES A-3 SHAREHOLDERS, AND SERIES A-3A SHAREHOLDERS IN PRIORITY TO THE ORDINARY SHARES, AN AMOUNT PER EACH SERIES SEED PREFERENCE SHARE, SERIES A-1 SHARE, SERIES A-2 SHARE, SERIES A-3 SHARE, AND SERIES A-3A SHARE EQUAL TO THE GREATER OF: (I) THE PREFERENCE AMOUNT; AND (II) THE AMOUNT THAT WOULD BE DISTRIBUTED IF THEIR RELEVANT SERIES SEED PREFERENCE SHARES, SERIES A-1 SHARES, SERIES A-2 SHARES, SERIES A-3 SHARES, AND SERIES A-3A SHARES WERE CONVERTED INTO ORDINARY SHARES AT THE CONVERSION RATIO IMMEDIATELY PRIOR TO SUCH DISTRIBUTION, (C) AND AS TO THE BALANCE OF THE SURPLUS ASSETS, IF ANY, TO THE ORDINARY SHAREHOLDERS PRO RATA. THE SERIES A-2 SHARES ARE NON REDEEMABLE.

Class of Shares:	SERIES	Number allotted	7990858
	SEED	Aggregate nominal value:	7.990858
	PREFERENCE		

Currency: **GBP**

Prescribed particulars

THE SERIES SEED PREFERENCE SHARES HAVE FULL VOTING RIGHTS. THE SERIES SEED PREFERENCE SHARES HAVE FULL DIVIDEND RIGHTS. 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 (A) FIRST IN PAYING THE DEFERRED SHAREHOLDERS A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES, (B) SECOND TO EACH OF THE SERIES SEED PREFERENCE SHAREHOLDERS, SERIES A-1 SHAREHOLDERS, SERIES A-2 SHAREHOLDERS, SERIES A-3 SHAREHOLDERS, AND SERIES A-3A SHAREHOLDERS IN PRIORITY TO THE ORDINARY SHARES, AN AMOUNT PER EACH SERIES SEED PREFERENCE SHARE, SERIES A-1 SHARE, SERIES A-2 SHARE, SERIES A-3 SHARE, AND SERIES A-3A SHARE EQUAL TO THE GREATER OF: (I) THE PREFERENCE AMOUNT; AND (II) THE AMOUNT THAT WOULD BE DISTRIBUTED IF THEIR RELEVANT SERIES SEED PREFERENCE SHARES, SERIES A-1 SHARES, SERIES A-2 SHARES, SERIES A-3 SHARES, AND SERIES A-3A SHARES WERE CONVERTED INTO ORDINARY SHARES AT THE CONVERSION RATIO IMMEDIATELY PRIOR TO SUCH DISTRIBUTION, (C) AND AS TO THE BALANCE OF THE SURPLUS ASSETS, IF ANY, TO THE ORDINARY SHAREHOLDERS PRO RATA. THE SERIES SEED PREFERENCE SHARES ARE NON REDEEMABLE.

Class of Shares:	SERIES	Number allotted	2510222
	A-3	Aggregate nominal value:	2.510222
	PREFERRED		

Currency: **GBP**

Prescribed particulars

THE SERIES A-3 SHARES HAVE FULL VOTING RIGHTS. THE SERIES A-3 SHARES HAVE FULL DIVIDEND RIGHTS. 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 (A) FIRST IN PAYING THE DEFERRED SHAREHOLDERS A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES, (B) SECOND TO EACH OF THE SERIES SEED PREFERENCE SHAREHOLDERS, SERIES A-1 SHAREHOLDERS, SERIES A-2

SHAREHOLDERS, SERIES A-3 SHAREHOLDERS, AND SERIES A-3A SHAREHOLDERS IN PRIORITY TO THE ORDINARY SHARES, AN AMOUNT PER EACH SERIES SEED PREFERENCE SHARE, SERIES A-1 SHARE, SERIES A-2 SHARE, SERIES A-3 SHARE, AND SERIES A-3A SHARE EQUAL TO THE GREATER OF: (I) THE PREFERENCE AMOUNT; AND (II) THE AMOUNT THAT WOULD BE DISTRIBUTED IF THEIR RELEVANT SERIES SEED PREFERENCE SHARES, SERIES A-1 SHARES , SERIES A-2 SHARES, SERIES A-3 SHARES, AND SERIES A-3A SHARES WERE CONVERTED INTO ORDINARY SHARES AT THE CONVERSION RATIO IMMEDIATELY PRIOR TO SUCH DISTRIBUTION, (C) AND AS TO THE BALANCE OF THE SURPLUS ASSETS, IF ANY, TO THE ORDINARY SHAREHOLDERS PRO RATA. THE SERIES A-3 SHARES ARE NON REDEEMABLE.

Class of Shares:	SERIES	Number allotted	242586
	A-3A	Aggregate nominal value:	0.242586
	PREFERRED		

Currency: GBP

Prescribed particulars

THE SERIES A-3A SHARES HAVE FULL VOTING RIGHTS. THE SERIES A-3A SHARES HAVE FULL DIVIDEND RIGHTS. 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 (A) FIRST IN PAYING THE DEFERRED SHAREHOLDERS A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES, (B) SECOND TO EACH OF THE SERIES SEED PREFERENCE SHAREHOLDERS, SERIES A-1 SHAREHOLDERS, SERIES A-2 SHAREHOLDERS, SERIES A-3 SHAREHOLDERS, AND SERIES A-3A SHAREHOLDERS IN PRIORITY TO THE ORDINARY SHARES, AN AMOUNT PER EACH SERIES SEED PREFERENCE SHARE, SERIES A-1 SHARE, SERIES A-2 SHARE, SERIES A-3 SHARE, AND SERIES A-3A SHARE EQUAL TO THE GREATER OF: (I) THE PREFERENCE AMOUNT; AND (II) THE AMOUNT THAT WOULD BE DISTRIBUTED IF THEIR RELEVANT SERIES SEED PREFERENCE SHARES, SERIES A-1 SHARES , SERIES A-2 SHARES, SERIES A-3 SHARES, AND SERIES A-3A SHARES WERE CONVERTED INTO ORDINARY SHARES AT THE CONVERSION RATIO IMMEDIATELY PRIOR TO SUCH DISTRIBUTION, (C) AND AS TO THE BALANCE OF THE SURPLUS ASSETS, IF ANY, TO THE ORDINARY SHAREHOLDERS PRO RATA. THE SERIES A-3A SHARES ARE NON REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	28239626
		Total aggregate nominal value:	28.239626
		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.