

**Return of Allotment of Shares**Company Name: **Nuxeo Group Limited**Company Number: **10721130**Received for filing in Electronic Format on the: **08/10/2020**

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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	30/12/2019	30/12/2019

Class of Shares:	ORDINARY	Number allotted	105000
Currency:	EUR	Nominal value of each share	0.01
		Amount paid:	0.2544
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	ORDINARY	Number allotted	10925
Currency:	EUR	Nominal value of each share	0.01
		Amount paid:	0.6406
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	21549700
	PREFERRED	Aggregate nominal value:	215497
Currency:	EUR		

Prescribed particulars

DEFINED TERMS USED HEREIN BEAR THE SAME MEANING AS SET OUT IN THE ARTICLES OF ASSOCIATION OF NUXEO GROUP LIMITED, UNLESS EXPRESSLY INDICATED OTHERWISE. THE SUMMARY OF SHARE RIGHTS BELOW SHOULD BE READ IN CONJUNCTION WITH THE ARTICLES. THE HOLDERS OF A PREFERRED SHARES SHALL BE ENTITLED TO EXERCISE ONE VOTE PER SHARE. THE A PREFERRED SHARES ARE NON-REDEEMABLE. ANY PROFITS AVAILABLE FOR DISTRIBUTION BY THE COMPANY, OR ON ANY RETURN OF ASSETS ON WINDING UP, CAPITAL REDUCTION OR OTHERWISE SHALL BE APPLIED IN THE FOLLOWING MANNER AND ORDER OF PRIORITY: (A) FIRST, TO EACH HOLDER OF D PREFERRED SHARES PRO RATA TO THE NUMBER OF D PREFERRED SHARES HELD, UNTIL ALL HOLDERS OF D PREFERRED SHARES HAVE RECEIVED IN AGGREGATE (TAKING INTO ACCOUNT ANY PREVIOUS DISTRIBUTIONS UNDER ARTICLE 39) THE D ISSUE PRICE IN RESPECT OF EACH OF THEIR D PREFERRED SHARES, (B) SECOND, TO EACH HOLDER OF C PREFERRED SHARES PRO RATA TO THE NUMBER OF C PREFERRED SHARES HELD, UNTIL ALL HOLDERS OF C PREFERRED SHARES HAVE RECEIVED IN AGGREGATE (TAKING INTO ACCOUNT ANY PREVIOUS DISTRIBUTIONS UNDER ARTICLE 39) THE C ISSUE PRICE IN RESPECT OF EACH OF THEIR C PREFERRED SHARES, (C) THIRD, TO EACH HOLDER OF B PREFERRED SHARES PRO RATA TO THE NUMBER OF B PREFERRED SHARES HELD, UNTIL ALL HOLDERS OF B PREFERRED SHARES HAVE RECEIVED IN AGGREGATE (TAKING INTO ACCOUNT ANY PREVIOUS DISTRIBUTIONS UNDER ARTICLE 39) THE B ISSUE PRICE IN RESPECT OF EACH OF THEIR B PREFERRED SHARES, (D) FOURTH, TO EACH HOLDER OF A PREFERRED SHARES PRO RATA TO THE NUMBER OF A PREFERRED SHARES HELD, UNTIL ALL HOLDERS OF A PREFERRED SHARES HAVE RECEIVED IN AGGREGATE (TAKING INTO ACCOUNT ANY PREVIOUS DISTRIBUTIONS UNDER ARTICLE 39) THE A ISSUE PRICE IN RESPECT OF EACH OF THEIR A PREFERRED SHARES, (E) FINALLY, IN PAYING THE BALANCE (IF ANY) TO EACH HOLDER OF SHARES (OTHER THAN UNVESTED MANAGER SHARES) PRO RATA TO THE NUMBER OF SHARES HELD BY EACH OF THEM IRRESPECTIVE OF THEIR CLASS OR CATEGORY AND, IN THE CASE OF WINDING UP OR CAPITAL REDUCTION, UNTIL PAYMENT UNDER PARAGRAPHS (A)-(D) ABOVE IN AGGREGATE AMOUNT OF €100,000,000,000. FURTHER, IN THE CASE OF WINDING UP OR

CAPITAL REDUCTION, ANY BALANCE TO BE PAID TO HOLDERS OF UNVESTED MANAGER SHARES PRO RATA TO THEIR SHAREHOLDING.

Class of Shares:	B	Number allotted	4493248
	PREFERRED	Aggregate nominal value:	44932.48

Currency: **EUR**

Prescribed particulars

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AGGREGATE AMOUNT OF €100,000,000,000. FURTHER, IN THE CASE OF WINDING UP OR CAPITAL REDUCTION, ANY BALANCE TO BE PAID TO HOLDERS OF UNVESTED MANAGER SHARES PRO RATA TO THEIR SHAREHOLDING.

Class of Shares:	C	Number allotted	3085813
	PREFERRED	Aggregate nominal value:	308.5813
Currency:	EUR		

Prescribed particulars

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UP OR CAPITAL REDUCTION, UNTIL PAYMENT UNDER PARAGRAPHS (A)-(D) ABOVE IN AGGREGATE AMOUNT OF €100,000,000,000. FURTHER, IN THE CASE OF WINDING UP OR CAPITAL REDUCTION, ANY BALANCE TO BE PAID TO HOLDERS OF UNVESTED MANAGER SHARES PRO RATA TO THEIR SHAREHOLDING.

Class of Shares:	D	Number allotted	3849891
	PREFERRED	Aggregate nominal value:	384.9891

Currency: **EUR**

Prescribed particulars

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OF THEM IRRESPECTIVE OF THEIR CLASS OR CATEGORY AND, IN THE CASE OF WINDING UP OR CAPITAL REDUCTION, UNTIL PAYMENT UNDER PARAGRAPHS (A)-(D) ABOVE IN AGGREGATE AMOUNT OF €100,000,000,000. FURTHER, IN THE CASE OF WINDING UP OR CAPITAL REDUCTION, ANY BALANCE TO BE PAID TO HOLDERS OF UNVESTED MANAGER SHARES PRO RATA TO THEIR SHAREHOLDING.

Class of Shares:	ORDINARY	Number allotted	6606525
Currency:	EUR	Aggregate nominal value:	66065.25

Prescribed particulars

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Statement of Capital (Totals)

Currency:	EUR	Total number of shares:	39585177
		Total aggregate nominal value:	327188.3004
		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.