



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **BORROWMYDOGGY LIMITED**

Company Number: **08339960**



Received for filing in Electronic Format on the: **09/01/2018**

X6XA1T6Y

Company Name: **BORROWMYDOGGY LIMITED**

Company Number: **08339960**

Confirmation **21/12/2017**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	DEFERRED	Number allotted	179675
Currency:	GBP	Aggregate nominal value:	17.9675

Prescribed particulars

LIQUIDATION EVENT ON A LIQUIDATION EVENT, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED AMONGST, AND DISTRIBUTED TO, THE SHAREHOLDERS PRO RATE AS TO THE NUMBER OF SHARES HELD EACH SHAREHOLDER. FURTHER TO SUCH PAYMENT, IN RELATION TO DEFERRED SHARES, FOLLOWING A DISTRIBUTION PURSUANT TO THIS ARTICLE 3.1 OF NOT LESS THAN £1,000,000 PER ORDINARY SHARE, AN AMOUNT EQUAL TO 1P PER DEFERRED SHARE. ANY BALANCE THEREAFTER SHALL BE APPLIED AMONGST, AND DISTRIBUTED TO, THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY EACH SHAREHOLDER. AS SOON AS PRACTICABLE AFTER THE RECEIPT OF THE CONSIDERATION PAYABLE TO THE COMPANY IN RESPECT OF A BUSINESS SALE, THE COMPANY SHALL DISTRIBUTE THE ASSETS OF THE COMPANY AFTER PAYMENT OF ITS LIABILITIES IN ACCORDANCE WITH ARTICLE 3.1 OF THE ARTICLES. IN THE EVENT OF A SHARE SALE THEN, NOTWITHSTANDING ANYTHING TO THE CONTRARY IN THE TERMS AND CONDITIONS GOVERNING SUCH SHARE SALE THE SELLING HOLDERS OF SHARES SHALL IMMEDIATELY PRIOR TO SUCH SHARE SALE PROCURE THAT THE CONSIDERATION ("SALE PROCEEDS"), WHENEVER IT IS RECEIVED, SHALL BE PLACED IN A DESIGNATED TRUSTEE ACCOUNT AND SHALL BE DISTRIBUTED AMONGST SUCH SELLING HOLDERS OF SHARES IN SUCH AMOUNTS AND IN SUCH ORDER OF PRIORITY AS WOULD BE APPLICABLE ON A LIQUIDATION EVENT PURSUANT TO ARTICLE 3.1. IF ANY AVAILABLE ASSETS ON A LIQUIDATION EVENT OR ANY SALE PROCEEDS INCLUDE: (I) ANY NON-CASH ASSETS OR PROCEEDS ("NON-CASH CONSIDERATION"); AND/OR (II) ANY DEFERRED AND/OR CONTINGENT ASSETS OR PROCEEDS ("DELAYED CONSIDERATION") THEN ARTICLES 3.1 AND 3.3 SHALL APPLY TO SUCH NON-CASH CONSIDERATION AND/OR DELAYED CONSIDERATION IN SUCH MANNER AS THE BOARD (ACTING REASONABLY AND IN GOOD FAITH) MAY DETERMINE (INCLUDING, WITHOUT LIMITATION, AS TO THE CASH EQUIVALENT VALUE OF ANY SUCH ASSETS OR PROCEEDS AND/OR THE TIMING OF ANY PAYMENT OR DISTRIBUTION THEREOF). DIVIDENDS THE HOLDERS OF DEFERRED SHARES ARE NOT ENTITLED TO RECEIVE ANY DIVIDENDS. VOTING THE DEFERRED SHARES (IF ANY) SHALL NOT ENTITLE THE HOLDERS OF THEM TO RECEIVE NOTICE OF, TO ATTEND, TO SPEAK OR TO VOTE AT ANY GENERAL MEETING OF THE COMPANY NOR TO RECEIVE OR VOTE ON, OR OTHERWISE CONSTITUTE AN

ELIGIBLE MEMBER FOR THE PURPOSES OF, PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. REDEMPTION SUBJECT TO THE ACT, ANY DEFERRED SHARES MAY BE REDEEMED BY THE COMPANY AT ANY TIME AT ITS OPTION FOR ONE PENNY FOR ALL THE DEFERRED SHARES REGISTERED IN THE NAME OF ANY HOLDER(S) WITHOUT OBTAINING THE SANCTION OF THE HOLDER(S). THE ALLOTMENT OR ISSUE OF DEFERRED SHARES OR THE CONVERSION OR RE-DESIGNATION OF SHARES INTO DEFERRED SHARES SHALL BE DEEMED TO CONFER IRREVOCABLE AUTHORITY ON THE COMPANY AT ANY TIME AFTER THEIR ALLOTMENT, ISSUE, CONVERSION OR RE-DESIGNATION, WITHOUT OBTAINING THE SANCTION OF SUCH HOLDER(S), TO: (A) APPOINT ANY PERSON TO EXECUTE ANY TRANSFER (OR ANY AGREEMENT TO TRANSFER) SUCH DEFERRED SHARES TO SUCH PERSON(S) AS THE COMPANY MAY DETERMINE (AS NOMINEE OR CUSTODIAN THEREOF OR OTHERWISE); AND/OR (B) GIVE, ON BEHALF OF SUCH HOLDER, CONSENT TO THE CANCELLATION OF SUCH DEFERRED SHARES; AND/OR (C) PURCHASE SUCH DEFERRED SHARES IN ACCORDANCE WITH THE ACT (ONLY WITH THE WRITTEN CONSENT OF THE SUPER MAJORITY), (D) IN ANY SUCH CASE (I) FOR A PRICE BEING NOT MORE THAN AN AGGREGATE SUM OF ONE PENNY FOR ALL THE DEFERRED SHARES REGISTERED IN THE NAME OF SUCH HOLDER(S) AND (II) WITH THE COMPANY HAVING AUTHORITY PENDING SUCH TRANSFER, CANCELLATION AND/OR PURCHASE TO RETAIN THE CERTIFICATES (IF ANY) IN RESPECT THEREOF.

Class of Shares:	ORDINARY	Number allotted	2371067
Currency:	GBP	Aggregate nominal value:	237.1067

Prescribed particulars

LIQUIDATION EVENT ON A LIQUIDATION EVENT, THE ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED AMONGST, AND DISTRIBUTED TO, THE SHAREHOLDERS PRO RATA AS TO THE NUMBER OF SHARES HELD EACH SHAREHOLDER. FURTHER TO SUCH PAYMENT, IN RELATION TO DEFERRED SHARES, FOLLOWING A DISTRIBUTION PURSUANT TO THIS ARTICLE 3.1 OF NOT LESS THAN £1,000,000 PER ORDINARY SHARE, AN AMOUNT EQUAL TO IP PER DEFERRED SHARE. ANY BALANCE THEREAFTER SHALL BE APPLIED AMONGST, AND DISTRIBUTED TO, THE SHAREHOLDERS PRO RATA TO THE NUMBER OF SHARES HELD BY EACH SHAREHOLDER. AS SOON AS PRACTICABLE AFTER THE RECEIPT OF THE CONSIDERATION PAYABLE TO THE COMPANY IN RESPECT OF A BUSINESS SALE, THE COMPANY SHALL DISTRIBUTE THE ASSETS OF THE COMPANY AFTER PAYMENT OF ITS LIABILITIES IN ACCORDANCE WITH ARTICLE 3.1 OF THE ARTICLES. IN THE EVENT OF A SHARE SALE THEN, NOTWITHSTANDING ANYTHING TO THE CONTRARY IN THE

TERMS AND CONDITIONS GOVERNING SUCH SHARE SALE THE SELLING HOLDERS OF SHARES SHALL IMMEDIATELY PRIOR TO SUCH SHARE SALE PROCURE THAT THE CONSIDERATION (SALE PROCEEDS), WHENEVER IT IS RECEIVED, SHALL BE PLACED IN A DESIGNATED TRUSTEE ACCOUNT AND SHALL BE DISTRIBUTED AMONGST SUCH SELLING HOLDERS OF SHARES IN SUCH AMOUNTS AND IN SUCH ORDER OF PRIORITY AS WOULD BE APPLICABLE ON A LIQUIDATION EVENT PURSUANT TO ARTICLE 3.1. IF ANY AVAILABLE ASSETS ON A LIQUIDATION EVENT OR ANY SALE PROCEEDS INCLUDE: (I) ANY NON-CASH ASSETS OR PROCEEDS ("NON-CASH CONSIDERATION"); AND/OR (II) ANY DEFERRED AND/OR CONTINGENT ASSETS OR PROCEEDS ("DELAYED CONSIDERATION") THEN ARTICLES 3.1 AND 3.3 SHALL APPLY TO SUCH NON-CASH CONSIDERATION AND/OR DELAYED CONSIDERATION IN SUCH MANNER AS THE BOARD (ACTING REASONABLY AND IN GOOD FAITH) MAY DETERMINE (INCLUDING, WITHOUT LIMITATION, AS TO THE CASH EQUIVALENT VALUE OF ANY SUCH ASSETS OR PROCEEDS AND/OR THE TIMING OF ANY PAYMENT OR DISTRIBUTION THEREOF). DIVIDENDS ALL DIVIDENDS SHALL BE PAID TO ALL SHAREHOLDERS PRO RATA AS TO THE NUMBER OF SHARES HELD BY EACH SHAREHOLDER. THE HOLDERS OF DEFERRED SHARES ARE NOT ENTITLED TO RECEIVE ANY DIVIDENDS. VOTING EACH ORDINARY SHARE SHALL CARRY THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY. REDEMPTION THE SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	2550742
		Total aggregate nominal value:	255.0742
		Total aggregate amount unpaid:	0

Full details of Shareholders

The details below relate to individuals/corporate bodies that were shareholders during the review period or that had ceased to be shareholders since the date of the previous confirmation statement.

Shareholder information for a non-traded company as at the confirmation statement date is shown below

Shareholding 1:	550654 ORDINARY shares held as at the date of this confirmation statement
Name:	RIKKE JACOBSEN
Shareholding 2:	147271 ORDINARY shares held as at the date of this confirmation statement
Name:	LESLIE COCHRANE
Shareholding 3:	13889 ORDINARY shares held as at the date of this confirmation statement
Name:	NELL CROWDEN
Shareholding 4:	54840 ORDINARY shares held as at the date of this confirmation statement
Name:	CARLOS ESPINAL
Shareholding 5:	147007 ORDINARY shares held as at the date of this confirmation statement
Name:	SIMON LA FOSSE
Shareholding 6:	204526 ORDINARY shares held as at the date of this confirmation statement
Name:	JONATHAN MCKAY
Shareholding 7:	153891 ORDINARY shares held as at the date of this confirmation statement
Name:	DAN MOUNTAIN
Shareholding 8:	49410 ORDINARY shares held as at the date of this confirmation statement
Name:	STEVE RONKSLEY
Shareholding 9:	69236 ORDINARY shares held as at the date of this confirmation statement
Name:	SILICON VALLEY GROWTH FUND I LP
Shareholding 10:	11994 ORDINARY shares held as at the date of this confirmation statement
Name:	DAVID ROWAN
Shareholding 11:	149926 ORDINARY shares held as at the date of this confirmation statement
Name:	NICK ROBINSON

Shareholding 12: **67466 ORDINARY shares held as at the date of this confirmation statement**

Name: **ANDREW GAULT**

Shareholding 13: **7496 ORDINARY shares held as at the date of this confirmation statement**

Name: **ANDREW SCOTT**

Shareholding 14: **743461 ORDINARY shares held as at the date of this confirmation statement**

Name: **IW CAPITAL NOMINEE LIMITED**

Shareholding 15: **179675 DEFERRED shares held as at the date of this confirmation statement**

Name: **RIKKE ROSENLUND**

Confirmation Statement

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager,
Judicial Factor