

CS01

Confirmation statement

form produced by

RoffeSwayne
chartered accountants

Ver.18.3



Go online to file this information
www.gov.uk/companieshouse

A fee may be payable with this form
Please see 'How to pay' on the back of this form

☒ **What this form is for**
You may use this form to confirm
that the company has filed up to
date. You must file a confirmation
statement at least once every year.

☐ **What this form is NOT for**
You cannot use this form to
confirm changes to the company
of changes to the company
people with significant control
(PSC), registered office address
or single alternative inspection
address (SAIL) information.



A26 *A7KBOZIR* #291
07/12/2018
COMPANIES HOUSE

Before you start

You can check your company details for free on our online service:

<https://beta.companieshouse.gov.uk>

Change to your company information

If you need to make any changes to:

- **Part 1** Principal business activities or standard industrial classification (SIC)
- **Part 2** Statement of capital
- **Part 3** Trading status of shares and exemption from keeping a register of people with significant control (PSC)
- **Part 4** Shareholder information

Use the additional parts of this form to do this.

Other changes

If you need to make any
changes to:

- registered office address
- single alternative inspection address (SAIL) and company records
- officer appointments
- information about people with significant control

You must do this separately
before or at the same time as this
confirmation statement.

1 Company details

Company number 0 9 2 8 6 5 3 1

Company name in full
Garrison Technology Ltd

Filling in this form

Please complete in typescript or in
bold black capitals.

2 Confirmation date

Please give the confirmation statement date. You must deliver this form within
14 days of this date. Please check your company records for the date of your
confirmation period.

Confirmation date 1 2 9 1 0 2 0 1 8

Check when your confirmation statement is due

To check your confirmation
statement date:
<https://beta.companieshouse.gov.uk>

You can make a statement at
any time during the confirmation
period. This will change your next
confirmation date.

3 Confirmation statement

I confirm that all information required to be delivered by the company pursuant
to section 853A(1)(a) of the Companies Act 2006 in relation to the confirmation
period ending on the confirmation date above either has been delivered or is
being delivered with this statement.

Signature

Signature

X X

This form may be signed by:
Director¹, Secretary, Person authorised², Charity commission receiver and
manager, CIC manager, Judicial factor.

Societas Europaea

If the form is being filed on behalf
of a Societas Europaea (SE) please
delete 'director' and insert details
of which organ of the SE the person
signing has membership.

Person authorised

Under either section 270 or 274 of
the Companies Act 2006.

**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

Roffe Swayne,

Address

Ashcombe Court, Woolsack Way,

Post town

Godalming,

County/Region

Surrey

Postcode

G U 7 1 L Q

Country

United Kingdom

DX

Telephone

01483 416232

**Checklist**

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have checked the company information that we hold.
- ☐ You have shown any relevant changes made to your information on the additional parts to this form or filed the appropriate form before or at the same time as this confirmation statement.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee if appropriate.

**How to pay**

You must include a £40 fee with the first Confirmation Statement you file each year. Further Confirmation Statements made in the same year don't require a fee.

Make cheques or postal orders payable to 'Companies House.'

**Important information**

All information on this form will appear on the public record.

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

**Further information**

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

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Confirmation statement

Part 2 Statement of capital change

Complete this part in full if there has been any change to your share capital or prescribed particulars since the last statement of capital was delivered.

✓ **This part must be sent at the same time as your confirmation statement.**

✗ **Not required for companies without share capital.**

For further information, please refer to our guidance at www.gov.uk/companieshouse

You must complete both sections B1 and B2.

B1 Share capital

Complete the table(s) below to show the issued share capital.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Continuation pages
Use a statement of capital continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
Pounds Sterling (GBP)	As per continuation sheet(s)	10,765,410	269.135250	
Totals		10,765,410	269.135250	0.000000

Currency table B				
Totals				

Currency table C				
Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	10,765,410	GBP 269.135250	GBP 0.000000

❶ Please list total aggregate values in different currencies separately.
For example: £100 + €100 + \$10 etc.

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Confirmation statement

Statement of capital

Complete the table below to show the issued share capital.
Complete a separate table for each currency.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Pounds Sterling (GBP)	A Preferred Shares	1,147,715	28.692875	
Pounds Sterling (GBP)	A1 Preferred Shares	944,733	24	
Pounds Sterling (GBP)	A2 Preferred Shares	2,617,449	65	
Pounds Sterling (GBP)	B Preferred Shares	1,363,209	34	
Pounds Sterling (GBP)	B Preferred Shares	1,029,992	26	
Pounds Sterling (GBP)	Ordinary Shares	3,009,980	75.249500	
Pounds Sterling (GBP)	Ordinary Shares	371,200	9.280000	
Pounds Sterling (GBP)	Ordinary Shares	214,018	5.350450	
Pounds Sterling (GBP)	Ordinary Shares	67,114	1.677850	
Totals		10,765,410	269.135250	0.000000

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B2

Prescribed particulars

Please give the prescribed particulars of rights attached to each class of share shown in the 'share capital' tables in **Section B1**.

Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- particulars of any rights, as respects dividends, to participate in a distribution;
- particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

Please use a prescribed particulars continuation page if necessary.

Class of share

Prescribed particulars

See continuations sheet(s)

Class of share

Prescribed particulars

Class of share

Prescribed particulars

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B2

Prescribed particulars

	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section B1 .	① Prescribed particulars of rights attached to shares
Class of share	A Preferred Shares	
Prescribed particulars ①	<p>VOTING The holders of the A Preferred Shares shall have the right to receive notice of and attend, vote and speak at any general meeting and vote on any written resolution of the Company. Each holder present in person or by proxy shall be entitled on a show of hands to one vote and on a poll or written resolution to one vote for each A Preferred Share held</p> <p>DIVIDENDS Any profits which the Company or Board may determine to distribute shall be distributed amongst the holders of the Voting Shares (equally as if they were one class of share) pro rata according to the number of Voting Shares held.</p> <p>CAPITAL As to capital, on a liquidation or other return of capital, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p> <p>(A) First in paying to the holders of the Preferred Shares a sum equal to the issue price for such shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the issue price, the surplus assets shall be distributed to the holders of the Preferred Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of Preferred Shares; and</p> <p>(B) Second in distributing the balance amongst the holders of the Equity Shares pro rata in proportion to the number of Equity Shares held by them respectively.</p> <p>REDEMPTION No rights of redemption</p>	<p>The particulars are:</p> <ul style="list-style-type: none"> a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder. <p>A separate table must be used for each class of share.</p>

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B2

Prescribed particulars

Class of share	A1 Preferred Shares	<p>Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ul style="list-style-type: none"> a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder. <p>A separate table must be used for each class of share.</p>
<p>Prescribed particulars</p> <p>1</p>	<p>Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section B1.</p> <p>VOTING The holders of the A1 Preferred Shares shall have the right to receive notice of and attend, vote and speak at any general meeting and vote on any written resolution of the Company. Each holder present in person or by proxy shall be entitled on a show of hands to one vote and on a poll or written resolution to one vote for each A1 Preferred Share held</p> <p>DIVIDENDS Any profits which the company or board may determine to distribute shall be distributed amongst the holders of the Voting Shares (equally as if they were one class of share) pro rata according to the number of Voting Shares held.</p> <p>CAPITAL As to capital, on liquidation or other return of capital, the surplus assets available after payment of the company's liabilities shall be distributed as follows:</p> <p>(A) First in paying to the holders of Preferred Shares a sum equal to the issue price for such shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the issue price, the surplus assets shall be distributed to the holders of the Preferred Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of Preferred Shares; and</p> <p>(B) Second in distributing the balance amongst the holders of the Equity Shares pro rata in proportion to the number of Equity Shares held by them respectively.</p> <p>REDEMPTION No rights of redemption</p>	

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B2

Prescribed particulars

	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section B1 .	1 Prescribed particulars of rights attached to shares
Class of share	A2 Preferred Shares	
Prescribed particulars 1	<p>VOTING The holders of the A2 Preferred Shares shall have the right to receive notice of and attend, vote and speak at any general meeting and vote on any written resolution of the Company. Each holder present in person or by proxy shall be entitled on a show of hands to one vote and on a poll or written resolution to one vote for each A2 Preferred Share held.</p> <p>DIVIDENDS Any profits which the Company or Board may determine to distribute shall be distributed amongst the holders of the Voting Shares (equally as if they were one class of share) pro rata according to the number of Voting Shares held.</p> <p>CAPITAL As to capital, on liquidation or other return of capital, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p> <p>(A) First in paying to the holders of Preferred Shares a sum equal to the issue price for such shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the issue price, the surplus assets shall be distributed to the holders of the Preferred Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of Preferred Shares); and</p> <p>(B) Second in distributing the balance amongst the holders of the Equity Shares pro rata in proportion to the number of Equity Shares held by them respectively.</p> <p>REDEMPTION No rights of redemption.</p>	<p>The particulars are:</p> <ul style="list-style-type: none"> a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder. <p>A separate table must be used for each class of share.</p>

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B2

Prescribed particulars

Class of share	B Preferred Shares	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ul style="list-style-type: none"> a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder. <p>A separate table must be used for each class of share.</p>
Prescribed particulars ①	<p>Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section B1.</p> <p>VOTING The holders of the B Preferred Shares shall have the right to receive notice of and attend, vote and speak at any general meeting and vote on any written resolution of the Company. Each holder present in person or by proxy shall be entitled on a show of hands to one vote and on a poll or written resolution to one vote for each A2 Preferred Share held.</p> <p>DIVIDENDS Any profits which the Company or Board may determine to distribute shall be distributed amongst the holders of the Voting Shares (equally as if they were one class of share) pro rata according to the number of Voting Shares held.</p> <p>CAPITAL As to capital, on liquidation or other return of capital, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p> <p>(A) First in paying to the holders of Preferred Shares a sum equal to the issue price for such shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the issue price, the surplus assets shall be distributed to the holders of the Preferred Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of Preferred Shares); and</p> <p>(B) Second in distributing the balance amongst the holders of the Equity Shares pro rata in proportion to the number of Equity Shares held by them respectively.</p> <p>REDEMPTION No rights of redemption.</p>	

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B2

Prescribed particulars

	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section B1 .	① Prescribed particulars of rights attached to shares
Class of share	Ordinary Shares	
Prescribed particulars ①	<p>VOTING The holders of the Ordinary Shares shall have the right to receive notice of and attend, vote and speak at any general meeting and vote on any written resolution of the Company. Each holder present in person or by proxy shall be entitled on a show of hands to one vote and on a poll or written resolution to one vote for each Ordinary Share held.</p> <p>DIVIDENDS Any profits which the Company or Board may determine to distribute shall be distributed amongst the holders of the Voting Shares (equally as if they were one class of share) pro rata according to the number of Voting Shares held.</p> <p>CAPITAL As to capital, on a liquidation or other return of capital, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p> <p>(A) First in paying to the holders of Preferred Shares a sum equal to the Issue Price for such shares (provided that if there are insufficient surplus assets to pay the amounts per share equal to the issue price, the surplus assets shall be distributed to the holders of the Preferred Shares pro rata in proportion to the amount of the aggregate issue price of their respective holdings of Preferred Shares); and</p> <p>(B) Second in distributing the balance amongst the holders of the Equity Shares pro rata in proportion to the number of Equity Shares held by them respectively.</p> <p>REDEMPTION No rights of redemption</p>	<p>The particulars are:</p> <ul style="list-style-type: none"> a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder. <p>A separate table must be used for each class of share.</p>

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Confirmation statement

Part 4

Shareholder information change

Only use this Part to tell us of a change to shareholder information since the company last delivered this information.

✓ If completed this Part must be sent at the same time as your confirmation statement.

✗ Not required for companies without share capital or DTR5 companies.

For further information, please refer to our guidance at www.gov.uk/companieshouse

D1

Shareholder information for a non-traded company

How is the list of shareholders enclosed. Please tick the appropriate box below:

☒ The list of shareholders is enclosed on paper.

☐ The list of shareholders is enclosed in another format.

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Further shareholders

Please use a Shareholder information (for a non-traded company) continuation page if necessary.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
See continuation sheet(s)				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

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Confirmation statement

D1

Shareholder information for a non-traded company

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
David Bailey	N Shares		16,000	12/10/2018
David Bailey	N Shares	0		/ /
BGF Investments LP	B Preferred Shares	397,993		/ /
BGF Investments LP	Ordinary Shares	0		/ /
BGF Ventures LP	A2 Preferred Shares	894,855		/ /
Dawn Capital III LP	B Preferred Shares	763,552		/ /
Dawn Capital III LP	Ordinary Shares	0		/ /
Dawn Capital III SCSp	B Preferred Shares	405,568		/ /
Dawn Capital III SCSp	N Shares	0		/ /
Dawn Capital III SCSp	Ordinary Shares	0		/ /
James Derbyshire	N Shares		4,320	12/10/2018
James Derbyshire	N Shares		3,450	12/10/2018

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D1

Shareholder information for a non-traded company

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
James Derbyshire	N Shares		2,161	12/10/2018
James Derbyshire	N Shares		2,161	12/10/2018
James Derbyshire	N Shares	0		/ /
Mr David John Michael Garfield	Ordinary Shares		70,759	12/10/2018
Mr David John Michael Garfield	Ordinary Shares		45,595	12/10/2018
Mr David John Michael Garfield	Ordinary Shares		58,646	12/10/2018
Mr David John Michael Garfield	Ordinary Shares	1,425,000		/ /
Mr Henry Noel Arnold Harrison	Ordinary Shares		123,317	12/10/2018
Mr Henry Noel Arnold Harrison	Ordinary Shares		46,051	12/10/2018
Mr Henry Noel Arnold Harrison	Ordinary Shares		5,632	12/10/2018
Mr Henry Noel Arnold Harrison	Ordinary Shares	1,425,000		/ /
Mr Demis Hassabis	B Preferred Shares	26,756		/ /

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Confirmation statement

D1

Shareholder information for a non-traded company

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
Mr Demis Hassabis	N Shares	0		/ /
Mr Demis Hassabis	Ordinary Shares	291,546		/ /
IP2IPO PORTFOLIO (GP) LTD	B Preferred Shares	334,449		/ /
IP2IPO PORTFOLIO (GP) LTD	Ordinary Shares	0		/ /
Mrs Siwan Jones	Ordinary Shares	90,458		/ /
Longsutton Limited	A Preferred Shares	58,328		/ /
Longsutton Limited	B Preferred Shares	13,378		/ /
Longsutton Limited	N Shares	0		/ /
Longsutton Limited	Ordinary Shares	106,000		/ /
N M Capital Cyber LP	A1 Preferred Shares	708,550		/ /
N M Capital Cyber LP	A2 Preferred Shares	861,297		/ /
N M Capital Cyber LP	B Preferred Shares	438,127		/ /

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D1

Shareholder information for a non-traded company

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
N M Capital Cyber LP	Ordinary Shares	0		/ /
Mr Mustafa Suleyman	B Preferred Shares	13,378		/ /
Mr Mustafa Suleyman	N Shares	0		/ /
Mr Mustafa Suleyman	Ordinary Shares	164,328		/ /
Touchstone Innovations Businesses LLP	A Preferred Shares	1,089,387		/ /
Touchstone Innovations Businesses LLP	A1 Preferred Shares	236,183		/ /
Touchstone Innovations Businesses LLP	A2 Preferred Shares	861,297		/ /
Mr Robert Underhill	Ordinary Shares		8,420	12/10/2018
Mr Robert Underhill	Ordinary Shares	159,980		/ /
				/ /
				/ /
				/ /