



Companies House

# CS01<sub>(ef)</sub>

## Confirmation Statement

Company Name: **GARRISON TECHNOLOGY LTD**

Company Number: **09286531**



Received for filing in Electronic Format on the: **02/11/2022**

XBFYNP55

Company Name: **GARRISON TECHNOLOGY LTD**

Company Number: **09286531**

Confirmation **29/10/2022**

Statement date:

# Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>1147715</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>28.692875</b>
	<b>SHARES</b>		

Currency: **GBP**

Prescribed particulars

**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 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. 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: (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 (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. REDEMPTION NO RIGHTS OF REDEMPTION**

<b>Class of Shares:</b>	<b>A1</b>	Number allotted	<b>944733</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>23.618325</b>
	<b>SHARES</b>		

Currency: **GBP**

Prescribed particulars

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 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. 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: (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 (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. REDEMPTION NO RIGHTS OF REDEMPTION

<b>Class of Shares:</b>	<b>A2</b>	Number allotted	<b>2617449</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>65.436225</b>
	<b>SHARES</b>		
Currency:	<b>GBP</b>		
Prescribed particulars			

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. 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. 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: (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 (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. REDEMPTION NO RIGHTS OF REDEMPTION.

<b>Class of Shares:</b>	<b>B</b>	Number allotted	<b>2393201</b>
	<b>PREFERRED</b>	Aggregate nominal value:	<b>59.830025</b>
	<b>SHARES</b>		
Currency:	<b>GBP</b>		
Prescribed particulars			

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. 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. 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: (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 (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. REDEMPTION NO RIGHTS OF REDEMPTION.

<b>Class of Shares:</b>	<b>N</b>	Number allotted	<b>399578</b>
	<b>SHARES</b>	Aggregate nominal value:	<b>9.98945</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

**VOTING: THE HOLDERS OF THE N SHARES SHALL NOT HAVE THE RIGHT TO RECEIVE NOTICE OF ANY GENERAL MEETING OF THE COMPANY NOR THE RIGHT TO ATTEND, SPEAK OR VOTE AT ANY SUCH GENERAL MEETING. DIVIDENDS: ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE, WITH INVESTOR MAJORITY CONSENT, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE PREFERRED SHARES, ORDINARY SHARES AND N SHARES (PARI PASSU AS IF THEY CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF PREFERRED SHARES OR EQUITY SHARES. 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: (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 (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. REDEMPTION NO RIGHTS OF REDEMPTION.**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>3662312</b>
	<b>SHARES</b>	Aggregate nominal value:	<b>91.5578</b>
Currency:	<b>GBP</b>		
Prescribed particulars			

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. 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. 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: (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 ASSTES 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 (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. REDEMPTION NO RIGHTS OF REDEMPTION

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**Statement of Capital (Totals)**

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Currency:	<b>GBP</b>	Total number of shares:	<b>11164988</b>
		Total aggregate nominal value:	<b>279.1247</b>
		Total aggregate amount	<b>0</b>
		unpaid:	

## 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:	<b>397993 B PREFERRED SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>BGF INVESTMENTS LP</b>
Shareholding 2:	<b>894855 A2 PREFERRED SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>BGF VENTURES LP</b>
Shareholding 3:	<b>30000 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>WILLIAM TUDOR BROWN</b>
Shareholding 4:	<b>1500 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>RIZWAN CHOUDREY</b>
Shareholding 5:	<b>763552 B PREFERRED SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>DAWN CAPITAL III LP</b>
Shareholding 6:	<b>405568 B PREFERRED SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>DAWN CAPITAL III SCSP</b>
Shareholding 7:	<b>3000 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>MIROSLAV DOBREV</b>
Shareholding 8:	<b>1425000 ORDINARY SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>DAVID JOHN MICHAEL GARFIELD</b>
Shareholding 9:	<b>1500 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>ASHLEY GEORGE</b>
Shareholding 10:	<b>1425000 ORDINARY SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>HENRY NOEL ARNOLD HARRISON</b>
Shareholding 11:	<b>26756 B PREFERRED SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>DEMIS HASSABIS</b>



Shareholding 12:	<b>291546 ORDINARY SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>DEMIS HASSABIS</b>
Shareholding 13:	<b>1500 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>STEPHEN HIBBERT</b>
Shareholding 14:	<b>90458 ORDINARY SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>SIWAN JONES</b>
Shareholding 15:	<b>750 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>GIORGOS KARATZIOLAS</b>
Shareholding 16:	<b>708550 A1 PREFERRED SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>N M CAPITAL CYBER LP</b>
Shareholding 17:	<b>861297 A2 PREFERRED SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>N M CAPITAL CYBER LP</b>
Shareholding 18:	<b>438127 B PREFERRED SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>N M CAPITAL CYBER LP</b>
Shareholding 19:	<b>4250 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>RADU NASUI</b>
Shareholding 20:	<b>1500 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>ALEXANDER OWENS</b>
Shareholding 21:	<b>3000 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>CRISTIANO SANTONI</b>
Shareholding 22:	<b>13378 B PREFERRED SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>MUSTAFA SULEYMAN</b>
Shareholding 23:	<b>164328 ORDINARY SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>MUSTAFA SULEYMAN</b>
Shareholding 24:	<b>1250 N SHARES shares held as at the date of this confirmation statement</b>

Name: **MARINA TANCO**

Shareholding 25: **159980 ORDINARY SHARES shares held as at the date of this confirmation statement**  
Name: **ROBERT UNDERHILL**

Shareholding 26: **334449 B PREFERRED SHARES shares held as at the date of this confirmation statement**  
Name: **IP2IPO PORTFOLIO (GP) LTD**

Shareholding 27: **58328 A PREFERRED SHARES shares held as at the date of this confirmation statement**  
Name: **LONGSUTTON LIMITED**

Shareholding 28: **13378 B PREFERRED SHARES shares held as at the date of this confirmation statement**  
Name: **LONGSUTTON LIMITED**

Shareholding 29: **106000 ORDINARY SHARES shares held as at the date of this confirmation statement**  
Name: **LONGSUTTON LIMITED**

Shareholding 30: **1089387 A PREFERRED SHARES shares held as at the date of this confirmation statement**  
Name: **TOUCHSTONE INNOVATIONS BUSINESSES LLP**

Shareholding 31: **236183 A1 PREFERRED SHARES shares held as at the date of this confirmation statement**  
Name: **TOUCHSTONE INNOVATIONS BUSINESSES LLP**

Shareholding 32: **861297 A2 PREFERRED SHARES shares held as at the date of this confirmation statement**  
Name: **TOUCHSTONE INNOVATIONS BUSINESSES LLP**

Shareholding 33: **5000 N SHARES shares held as at the date of this confirmation statement**  
Name: **RAHIL BABER**

Shareholding 34: **7479 N SHARES shares held as at the date of this confirmation statement**  
Name: **JAMES SMITH**

Shareholding 35: **750 N SHARES shares held as at the date of this confirmation statement**  
Name: **JOSH KURLAND**

Shareholding 36: **2500 N SHARES shares held as at the date of this confirmation statement**  
Name: **TOM PERMAN**

Shareholding 37:	<b>10000 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>ROBERT USHER</b>
Shareholding 38:	<b>375 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>LEIRE ILARDIA</b>
Shareholding 39:	<b>18000 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>DAVID MANDOLONI</b>
Shareholding 40:	<b>30270 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>ROBERT PANMAN</b>
Shareholding 41:	<b>154000 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>DAVID BAILEY</b>
Shareholding 42:	<b>1000 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>SOPHIE BINKS</b>
Shareholding 43:	<b>116329 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>JAMES DERBYSHIRE</b>
Shareholding 44:	<b>2000 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>JUSTIN HO</b>
Shareholding 45:	<b>375 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>JACOPO GIAMUNDO</b>
Shareholding 46:	<b>500 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>ROBYN HATTON</b>
Shareholding 47:	<b>750 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>JAMES PHIRI</b>
Shareholding 48:	<b>2000 N SHARES shares held as at the date of this confirmation statement</b>
Name:	<b>JOE BIBBY</b>

## **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



Companies House

**COMPANY NAME: GARRISON TECHNOLOGY LTD**

**COMPANY NUMBER: 09286531**

**A second filed CS01 (Statement of Capital, Shareholder information) was registered on 02/03/2023**