



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **TransferGo Holdings Limited**

Company Number: **09790070**



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Company Name: **TransferGo Holdings Limited**

Company Number: **09790070**

Confirmation **19/06/2023**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	A1	Number allotted	698000
	PREFERRED	Aggregate nominal value:	698
Currency:	GBP		
Prescribed particulars			

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE A1 PREFERRED SHARES (THE "A1 PREFERRED SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PER A1 PREFERRED SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF A1 PREFERRED SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE A1 PREFERRED SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE

DISTRIBUTED AMONG THE HOLDERS OF SHARES (OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

Class of Shares:	A2	Number allotted	239000
	PREFERRED	Aggregate nominal value:	239
Currency:	GBP		
Prescribed particulars			

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE A2 PREFERRED SHARES (THE "A2 PREFERRED SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PER A2 PREFERRED SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF A2 PREFERRED SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE A2 PREFERRED SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE

DISTRIBUTED AMONG THE HOLDERS OF SHARES (OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

Class of Shares:	A3	Number allotted	642000
	PREFERRED	Aggregate nominal value:	642
Currency:	GBP		
Prescribed particulars			

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE A3 PREFERRED SHARES (THE "A3 PREFERRED SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PAR A3 PREFERRED SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF A3 PREFERRED SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE A3 PREFERRED SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATES AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE

DISTRIBUTED AMONG THE HOLDERS OF SHARES (OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

Class of Shares:	A4	Number allotted	601202
	PREFERRED	Aggregate nominal value:	601.202
Currency:	GBP		
Prescribed particulars			

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE A4 PREFERRED SHARES (THE "A4 PREFERRED SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PER A4 PREFERRED SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF A4 PREFERRED SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE A4 PREFERRED SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATES AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE

DISTRIBUTED AMONG THE HOLDERS OF SHARES (OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

Class of Shares:	A5	Number allotted	2013583
	PREFERRED	Aggregate nominal value:	2013.583
Currency:	GBP		
Prescribed particulars			

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE A5 PREFERRED SHARES (THE "A5 PREFERRED SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PER A5 PREFERRED SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF A5 PREFERRED SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE A5 PREFERRED SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATES AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE

DISTRIBUTED AMONG THE HOLDERS OF SHARES (OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

Class of Shares:	A6	Number allotted	2936074
	PREFERRED	Aggregate nominal value:	2936.074
Currency:	GBP		
Prescribed particulars			

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE ORDINARY SHARES (THE "ORDINARY SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PER ORDINARY SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE ORDINARY SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATES AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES

(OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

Class of Shares:	ORDINARY	Number allotted	3961708
Currency:	GBP	Aggregate nominal value:	3961.708
Prescribed particulars			

THE PRESCRIBED PARTICULARS OF RIGHTS ATTACHED TO THE ORDINARY SHARES (THE "ORDINARY SHARES") ARE: (A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ON A POLL ON THE BASIS OF ONE VOTE PER ORDINARY SHARE HELD. (B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF ORDINARY SHARES HELD. (C) THE RIGHT TO PARTICIPATE IN A DISTRIBUTION OF ASSETS, AS SET OUT IN DETAIL IN SCHEDULE 1 BELOW. (D) THE ORDINARY SHARES ARE NOT REDEEMABLE. SCHEDULE 1: SUBJECT TO ARTICLE 24, ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION, OR A RETURN OF CAPITAL (EXCLUDING A CONVERSION, REDEMPTION OR PURCHASE OF SHARES), VOLUNTARY WINDING UP OR DISSOLUTION OF THE COMPANY THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "LIQUIDATION AMOUNT") SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO) IN THE FOLLOWING ORDER. (I) FIRST, IN PAYING TO THE HOLDERS OF A6 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A6 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A6 PREFERRED SHARES; (II) SECOND, IN PAYING TO THE HOLDERS OF A5 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A5 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A5 PREFERRED SHARES; (III) THIRD, IN PAYING TO THE HOLDERS OF A4 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A4 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A4 PREFERRED SHARES; (IV) FOURTH, IN PAYING TO THE HOLDERS OF A1 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A1 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A1 PREFERRED SHARES; (V) FIFTH, IN PAYING TO THE HOLDERS OF A2 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A2 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A2 PREFERRED SHARES; (VI) SIXTH, IN PAYING TO THE HOLDERS OF THE A3 PREFERRED SHARES AN AGGREGATE AMOUNT EQUIVALENT TO THE A3 PREFERRED SUBSCRIPTION AMOUNT PRO RATA TO THEIR RESPECTIVE HOLDINGS OF A3 PREFERRED SHARES; (VII) SEVENTH, IN PAYING TO THE HOLDERS OF ORDINARY SHARES AN AGGREGATES AMOUNT EQUIVALENT TO THE LIQUIDATION AMOUNT MULTIPLIED BY THE AGGREGATE NUMBER OF ORDINARY SHARES IN ISSUE DIVIDED BY THE AGGREGATE NUMBER OF PREFERRED SHARES IN ISSUE, SUCH PAYMENTS TO THE HOLDERS OF ORDINARY SHARES BEING MADE PRO RATA TO THEIR RESPECTIVE HOLDINGS OF ORDINARY SHARES; AND (VIII) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF SHARES

(OTHER THAN THE PREFERRED SHARES) PRO RATA TO THE NUMBER OF SUCH SHARES HELD.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	11091567
		Total aggregate nominal value:	11091.567
		Total aggregate amount	0
		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: **133574 A1 PREFERRED shares held as at the date of this confirmation statement**

Name: **NORDIC SECONDARY FUND II K/S**

Shareholding 2: **514420 A1 PREFERRED shares held as at the date of this confirmation statement**

Name: **PRACTICA VENTURE CAPITAL KUB**

Shareholding 3: **16612 A1 PREFERRED shares held as at the date of this confirmation statement**

Name: **REVO CAPITAL FUND I B.V.**

Shareholding 4: **33394 transferred on 2022-06-20
0 A1 PREFERRED shares held as at the date of this confirmation statement**

Name: **SIENA VENTURE PARTNERS OU**

Shareholding 5: **33394 A1 PREFERRED shares held as at the date of this confirmation statement**

Name: **USALDUSFOND SIENA SECONDARY FUND I**

Shareholding 6: **128000 A2 PREFERRED shares held as at the date of this confirmation statement**

Name: **BALTIC SEA BRIDGE S.A.**

Shareholding 7: **14000 transferred on 2023-01-18
0 A2 PREFERRED shares held as at the date of this confirmation statement**

Name: **HARD YAKA INC.**

Shareholding 8: **14000 A2 PREFERRED shares held as at the date of this confirmation statement**

Name: **HARD YAKA VENTURES, LP**

Shareholding 9: **20461 A2 PREFERRED shares held as at the date of this confirmation statement**

Name: **NORDIC SECONDARY FUND II K/S**

Shareholding 10: **34535 A2 PREFERRED shares held as at the date of this confirmation statement**

Name: **PRACTICA SEED CAPITAL KUB**

Shareholding 11: **5115 transferred on 2022-06-20**

	0 A2 PREFERRED shares held as at the date of this confirmation statement
Name:	SIENA VENTURE PARTNERS OU
Shareholding 12:	36889 A2 PREFERRED shares held as at the date of this confirmation statement
Name:	VYTAUTAS SINIUS
Shareholding 13:	5115 A2 PREFERRED shares held as at the date of this confirmation statement
Name:	USALDUSFOND SIENA SECONDARY FUND I
Shareholding 14:	642000 A3 PREFERRED shares held as at the date of this confirmation statement
Name:	PRACTICA SEED CAPITAL KUB
Shareholding 15:	601202 A4 PREFERRED shares held as at the date of this confirmation statement
Name:	VEF CYPRUS LIMITED
Shareholding 16:	5784 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	AGFM INVESTMENTS S.R.L
Shareholding 17:	5784 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	ANYA CAPITAL S.R.L.
Shareholding 18:	2892 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	SERGIO BIASIOTTO
Shareholding 19:	11569 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	BOREALIS TECH INVESTMENTS S.R.L.
Shareholding 20:	10332 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	PAOLO BOSANI
Shareholding 21:	2584 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	GIUSEPPE CADEL
Shareholding 22:	5166 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	EMANUEL COLOMBINI
Shareholding 23:	5166 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	IVO COLOMBINI

Shareholding 24:	7259 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	CONNECT INNOVATION 2015
Shareholding 25:	93715 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	CONNECT-INNOVATION 2016-2017
Shareholding 26:	5784 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	ALESSANDRO COPPO
Shareholding 27:	2892 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	MARCO DE DAVIDE
Shareholding 28:	232550 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	DIGITAL OPPORTUNITIES FUND
Shareholding 29:	5166 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	ELLEDIPI S.R.L.
Shareholding 30:	520634 transferred on 2023-01-18 0 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	HARD YAKA INC.
Shareholding 31:	520634 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	HARD YAKA VENTURES, LP
Shareholding 32:	3100 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	INVEFIN S.R.L.
Shareholding 33:	19089 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	LUCHI FIDUCIARIA S.R.L.
Shareholding 34:	5166 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	RICCARDO MARZORATI
Shareholding 35:	13565 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	MASSERAN INNOVATION VIII

Shareholding 36:	5784 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	MLTS S.R.L.
Shareholding 37:	5784 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	MOSCHINI S.P.A.
Shareholding 38:	5784 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	PIETRO DE NARDIS
Shareholding 39:	5784 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	NAVIA HOLDINGS LTD
Shareholding 40:	1735 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	NENETS INVESTORS S.S.
Shareholding 41:	4500 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	NORDIC SECONDARY FUND II K/S
Shareholding 42:	2892 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	BENEDETTA PIOVAN
Shareholding 43:	5784 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	GIOVANNI PIOVAN
Shareholding 44:	28924 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	PRACTICA VENTURE CAPITAL KUB
Shareholding 45:	11569 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	REMI PROVENDIER
Shareholding 46:	10331 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	RADICIFIN S.A.P.A.
Shareholding 47:	257876 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	REVO CAPITAL FUND I B.V.
Shareholding 48:	1125 transferred on 2022-06-20

	0 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	SIENA VENTURE PARTNERS OU
Shareholding 49:	11569 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	TREOTTO INVESTMENTS S.R.L.
Shareholding 50:	1125 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	USALDUSFOND SIENA SECONDARY FUND I
Shareholding 51:	695945 A5 PREFERRED shares held as at the date of this confirmation statement
Name:	VEF CYPRUS LIMITED
Shareholding 52:	531173 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	BRV SPECIAL OPPORTUNITIES FUND, SPC
Shareholding 53:	9026 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	CONNECT INNOVATION 2015
Shareholding 54:	39839 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	CONNECT-INNOVATION 2016-2017
Shareholding 55:	1781 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	ALESSANDRO COPPO
Shareholding 56:	133463 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	DIGITAL OPPORTUNITIES FUND
Shareholding 57:	1013243 transferred on 2023-01-18 0 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	HARD YAKA INC.
Shareholding 58:	1013243 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	HARD YAKA VENTURES, LP
Shareholding 59:	1736 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	LUCHI FIDUCIARIA S.R.L.
Shareholding 60:	16868 A6 PREFERRED shares held as at the date of this confirmation statement

Name:	MASSERAN INNOVATION VIII
Shareholding 61:	43004 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	REVO CAPITAL FUND I B.V.
Shareholding 62:	11899 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	SEEDRS NOMINEES LIMITED
Shareholding 63:	531173 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	STARSPLAY TRADING LIMITED
Shareholding 64:	27770 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	TG2021 LLC
Shareholding 65:	227645 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	UNLIMINT HOLDING EU LTD
Shareholding 66:	347454 A6 PREFERRED shares held as at the date of this confirmation statement
Name:	VEF CYPRUS LIMITED
Shareholding 67:	57392 ORDINARY shares held as at the date of this confirmation statement
Name:	GUILLAUME AMBLARD
Shareholding 68:	82178 ORDINARY shares held as at the date of this confirmation statement
Name:	ANSAB CAPITAL CORPORATION (BVI)
Shareholding 69:	79432 ORDINARY shares held as at the date of this confirmation statement
Name:	PERRY RAE L BLACHER
Shareholding 70:	10225 ORDINARY shares held as at the date of this confirmation statement
Name:	DANIEL PETER BRONSTEIN
Shareholding 71:	22284 ORDINARY shares held as at the date of this confirmation statement
Name:	VYTAUTAS BUTKUS
Shareholding 72:	29000 ORDINARY shares held as at the date of this confirmation statement
Name:	RICHARD CAMPIN

Shareholding 73:	8931 ORDINARY shares held as at the date of this confirmation statement
Name:	SCOTT CHOW
Shareholding 74:	74784 ORDINARY shares held as at the date of this confirmation statement
Name:	DOMINIK DOLENEC
Shareholding 75:	659 ORDINARY shares held as at the date of this confirmation statement
Name:	KEVIN DOWD
Shareholding 76:	553600 ORDINARY shares held as at the date of this confirmation statement
Name:	DAUMANTAS DVILINSKAS
Shareholding 77:	35888 ORDINARY shares held as at the date of this confirmation statement
Name:	VORIA FATTAHI
Shareholding 78:	11142 ORDINARY shares held as at the date of this confirmation statement
Name:	MONIKA GESTAUTAITE
Shareholding 79:	64000 transferred on 2023-01-18 0 ORDINARY shares held as at the date of this confirmation statement
Name:	HARD YAKA INC.
Shareholding 80:	64000 ORDINARY shares held as at the date of this confirmation statement
Name:	HARD YAKA VENTURES, LP
Shareholding 81:	37392 ORDINARY shares held as at the date of this confirmation statement
Name:	BEN JOHNSON
Shareholding 82:	25219 ORDINARY shares held as at the date of this confirmation statement
Name:	CLIVE KAHN
Shareholding 83:	11142 ORDINARY shares held as at the date of this confirmation statement
Name:	IOANNIS KARAGIANNIDIS
Shareholding 84:	8931 ORDINARY shares held as at the date of this confirmation statement
Name:	GARETH KNIGHT
Shareholding 85:	6001 ORDINARY shares held as at the date of this confirmation statement

Name:	GIEDRIUS KOKSTA
Shareholding 86:	605000 ORDINARY shares held as at the date of this confirmation statement
Name:	JUSTINAS LASEVICIUS
Shareholding 87:	341123 ORDINARY shares held as at the date of this confirmation statement
Name:	ARNAS LUKOSEVICIUS
Shareholding 88:	164355 ORDINARY shares held as at the date of this confirmation statement
Name:	SEAN MELNICK
Shareholding 89:	252113 ORDINARY shares held as at the date of this confirmation statement
Name:	NORDIC SECONDARY FUND II K/S
Shareholding 90:	192 ORDINARY shares held as at the date of this confirmation statement
Name:	DMITRII PISICA
Shareholding 91:	4287 ORDINARY shares held as at the date of this confirmation statement
Name:	JEVGENIJUS POPOVAS
Shareholding 92:	37392 ORDINARY shares held as at the date of this confirmation statement
Name:	SARAH PRIESTLEY
Shareholding 93:	19131 ORDINARY shares held as at the date of this confirmation statement
Name:	GAUTHAM RADHAKRISHNAN
Shareholding 94:	109284 ORDINARY shares held as at the date of this confirmation statement
Name:	MARK OLIVER RANSFORD
Shareholding 95:	69761 ORDINARY shares held as at the date of this confirmation statement
Name:	REVO CAPITAL FUND I B.V.
Shareholding 96:	7500 ORDINARY shares held as at the date of this confirmation statement
Name:	ANNA ROE
Shareholding 97:	750 ORDINARY shares held as at the date of this confirmation statement
Name:	GABRIELE RONCORONI

Shareholding 98:	35888 ORDINARY shares held as at the date of this confirmation statement
Name:	PETER RUTLAND
Shareholding 99:	47329 ORDINARY shares held as at the date of this confirmation statement
Name:	SARUNAS SAVICIANSKAS
Shareholding 100:	6250 ORDINARY shares held as at the date of this confirmation statement
Name:	EDGARDO EZEQUIEL SAVOY
Shareholding 101:	75032 ORDINARY shares held as at the date of this confirmation statement
Name:	SEEDRS NOMINEES LIMITED
Shareholding 102:	533947 ORDINARY shares held as at the date of this confirmation statement
Name:	EDVINAS SERSNIOVAS
Shareholding 103:	63636 transferred on 2022-06-20 0 ORDINARY shares held as at the date of this confirmation statement
Name:	SIENA VENTURE PARTNERS OU
Shareholding 104:	875 ORDINARY shares held as at the date of this confirmation statement
Name:	SIMONAS SKREBE
Shareholding 105:	82178 ORDINARY shares held as at the date of this confirmation statement
Name:	SMD3 LLC
Shareholding 106:	17999 ORDINARY shares held as at the date of this confirmation statement
Name:	TOMAS SNITKA
Shareholding 107:	164355 ORDINARY shares held as at the date of this confirmation statement
Name:	SOUTHERN POWER LTD
Shareholding 108:	14571 ORDINARY shares held as at the date of this confirmation statement
Name:	MARTA SURVILO
Shareholding 109:	24205 ORDINARY shares held as at the date of this confirmation statement
Name:	RICHARD TUDOR
Shareholding 110:	63636 ORDINARY shares held as at the date of this confirmation statement

Name: **USALDUSFOND SIENA SECONDARY FUND I**

Shareholding 111: **2000 ORDINARY shares held as at the date of this confirmation statement**

Name: **JAMES WARD**

Shareholding 112: **164355 ORDINARY shares held as at the date of this confirmation statement**

Name: **WATERVILLE HOLDINGS INVESTMENTS LTD**

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