



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **GET THE LOWDOWN LTD**

Company Number: **11739412**



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XBUC89VK

Company Name: **GET THE LOWDOWN LTD**

Company Number: **11739412**

Confirmation **20/12/2022**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	820000
Currency:	GBP	Aggregate nominal value:	82

Prescribed particulars

FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

Class of Shares:	PRE-	Number allotted	301142
	SEED	Aggregate nominal value:	30.1142

Currency: **GBP**

Prescribed particulars

EACH PRE-SEED SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. THE ORDINARY SHARES AND PRE-SEED SHARES RANK EQUALLY FOR DIVIDENDS. ON A DISTRIBUTION OF ASSETS, A LIQUIDATION, DISSOLUTION, WINDING UP OR A RETURN OF CAPITAL, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE “SURPLUS ASSETS”) SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: 1. FIRST, IN PAYING A SUM EQUAL TO £X (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE SUM THAT HOLDERS OF PRE-SEED SHARES AS A CLASS WOULD RECEIVE IF EACH HOLDER OF PRE-SEED SHARES WERE TO RECEIVE AN AMOUNT PER PRE-SEED SHARE HELD THAT IS THE HIGHER OF (I) THE WATERFALL AMOUNT FOR THE PRE-SEED SHARES HELD BY THEM AND (II) THE AMOUNT PER PRE-SEED SHARE AS WOULD BE RECEIVED ON A PRO RATA DISTRIBUTION OF THE SURPLUS ASSETS AS THOUGH THE ORDINARY SHARES AND THE PRE-SEED SHARES WERE ONE CLASS OF SHARES) (THE “RELEVANT AMOUNT PER PRE-SEED SHARE”) TO BE DISTRIBUTED: 1.1. AS TO 0.01% TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD BY THEM; AND 1.2 AS TO THE REMAINDER TO THE HOLDERS OF THE PRE-SEED SHARES PRO RATA TO THE PROPORTION THAT THEIR RESPECTIVE AGGREGATE RELEVANT AMOUNT PER PRE-SEED SHARE REPRESENTS IN RELATION TO X, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY £X, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE PRE-SEED SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENTS IN ACCORDANCE WITH THE ARTICLES CALCULATED AS IF SUCH SURPLUS ASSETS WERE AT LEAST EQUAL TO £X; AND 2. THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) TO BE DISTRIBUTED: 2.1 AS TO 0.1% TO THE HOLDERS OF THE PRE-SEED SHARES PRO RATA TO THE NUMBER OF PRE-SEED SHARES HELD BY THEM; AND 2.2 AS TO THE REMAINDER, TO THE HOLDERS OF ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD BY THEM. THE PRE-SEED SHARES ARE NON-REDEEMABLE.

Class of Shares:	SEED	Number allotted	419067
Currency:	GBP	Aggregate nominal value:	41.9067
Prescribed particulars			

EACH SEED SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. THE ORDINARY SHARES, PRE-SEED SHARES AND SEED SHARES RANK EQUALLY FOR DIVIDENDS. ON A DISTRIBUTION OF ASSETS, A LIQUIDATION, DISSOLUTION, WINDING UP OR A RETURN OF CAPITAL, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE "SURPLUS ASSETS") SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: 1. FIRST, IN PAYING A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES (IF ANY); 2. SECOND, IN PAYING A SUM EQUAL TO £X (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE SEED WATERFALL AMOUNT OF ALL THE SEED SHARES IN ISSUE) TO BE DISTRIBUTED: (A) AS TO 0.01% TO THE HOLDERS OF THE ORDINARY SHARES AND PRE-SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES OR PRE-SEED SHARES HELD BY THEM; AND (B) AS TO THE REMAINDER, TO THE HOLDERS OF SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF SEED SHARES HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY £X, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE SEED SHARES, PRE-SEED SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENTS IN ACCORDANCE WITH THE ARTICLES; 3. THIRD, IN PAYING A SUM EQUAL TO £X (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE PRE-SEED WATERFALL AMOUNT OF ALL THE PRE-SEED SHARES IN ISSUE) TO BE DISTRIBUTED: (A) AS TO 0.01% TO THE HOLDERS OF THE ORDINARY SHARES AND SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES OR SEED SHARES HELD BY THEM; AND (B) AS TO THE REMAINDER, TO THE HOLDERS OF PRE-SEED SHARES PRO RATA ACCORDING TO THE NUMBER OF PRE-SEED SHARES HELD BY THEM, PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY £X, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE SEED SHARES, PRE-SEED SHARES AND ORDINARY SHARES PRO RATA TO THEIR RESPECTIVE ENTITLEMENTS IN ACCORDANCE WITH THE ARTICLES; AND 4. THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS (IF ANY) TO BE DISTRIBUTED: (A) AS TO 0.1% TO THE HOLDERS OF THE PRE-SEED SHARES AND SEED SHARES PRO RATA TO THE NUMBER OF PRE-SEED SHARES AND SEED SHARES HELD BY THEM; AND (B) AS TO THE REMAINDER, TO THE HOLDERS OF ORDINARY SHARES PRO RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD BY THEM. THE SEED SHARES ARE NON-REDEEMABLE.

Statement of Capital (Totals)

Currency: **GBP**

Total number of shares: **1540209**

Total aggregate nominal value: **154.0209**

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: Name:	2035 SEED shares held as at the date of this confirmation statement 3 SISTERS VENTURES LLP
Shareholding 2: Name:	1017 SEED shares held as at the date of this confirmation statement ABIA S.R.L
Shareholding 3: Name:	1017 SEED shares held as at the date of this confirmation statement CHARLES BULLOCK
Shareholding 4: Name:	59615 PRE-SEED shares held as at the date of this confirmation statement CALM STORM1 EUVECA GMBH & CO KG
Shareholding 5: Name:	50881 SEED shares held as at the date of this confirmation statement CALM STORM1 EUVECA GMBH & CO KG
Shareholding 6: Name:	2035 SEED shares held as at the date of this confirmation statement DOROTHY CHOU
Shareholding 7: Name:	1526 SEED shares held as at the date of this confirmation statement CLING INVESTMENT HOLDING BV
Shareholding 8: Name:	11538 PRE-SEED shares held as at the date of this confirmation statement DAVID DINSMORE
Shareholding 9: Name:	6105 SEED shares held as at the date of this confirmation statement DAVID DINSMORE
Shareholding 10: Name:	769 PRE-SEED shares held as at the date of this confirmation statement TRACY DOREE
Shareholding 11: Name:	94615 PRE-SEED shares held as at the date of this confirmation statement ENTREPRENEUR FIRST (GLOBAL) LP
Shareholding 12: Name:	20000 ORDINARY shares held as at the date of this confirmation statement ENTREPRENEUR FIRST OPERATIONS LIMITED

Shareholding 13:	9615 PRE-SEED shares held as at the date of this confirmation statement
Name:	ENTREPRENEUR FIRST OPERATIONS LIMITED
Shareholding 14:	19230 PRE-SEED shares held as at the date of this confirmation statement
Name:	RICHARD FLINT
Shareholding 15:	17307 PRE-SEED shares held as at the date of this confirmation statement
Name:	HAMBLE ANGEL PROGRAMME III LLC
Shareholding 16:	1923 PRE-SEED shares held as at the date of this confirmation statement
Name:	IAN ROBERT PINDER HOGARTH
Shareholding 17:	4070 SEED shares held as at the date of this confirmation statement
Name:	KARIMUS S.R.L
Shareholding 18:	2035 SEED shares held as at the date of this confirmation statement
Name:	CATHERINE LENSON
Shareholding 19:	6105 SEED shares held as at the date of this confirmation statement
Name:	BRIAN LO
Shareholding 20:	3052 SEED shares held as at the date of this confirmation statement
Name:	SCOTT MACKIN
Shareholding 21:	59615 PRE-SEED shares held as at the date of this confirmation statement
Name:	NINA CAPITAL FUND I, FCRE
Shareholding 22:	132291 SEED shares held as at the date of this confirmation statement
Name:	NINA CAPITAL FUND I, FCRE
Shareholding 23:	50881 SEED shares held as at the date of this confirmation statement
Name:	NOVACAPITAL S.R.L
Shareholding 24:	800000 ORDINARY shares held as at the date of this confirmation statement
Name:	ALICE PELTON
Shareholding 25:	6105 SEED shares held as at the date of this confirmation statement
Name:	MICHELA PETRONIO
Shareholding 26:	1017 SEED shares held as at the date of this confirmation statement
Name:	RUPA POPAT

Shareholding 27:	1923 PRE-SEED shares held as at the date of this confirmation statement
Name:	REBECCA ABIGAIL RIDGE
Shareholding 28:	3846 PRE-SEED shares held as at the date of this confirmation statement
Name:	DAVID ROBINSON
Shareholding 29:	3846 PRE-SEED shares held as at the date of this confirmation statement
Name:	MATTHEW JACK ROBINSON
Shareholding 30:	7446 SEED shares held as at the date of this confirmation statement
Name:	SINNERHILL INVESTMENTS GMBH
Shareholding 31:	132291 SEED shares held as at the date of this confirmation statement
Name:	SPEEDINVEST IV EUVECA GMBH & CO KG
Shareholding 32:	5088 SEED shares held as at the date of this confirmation statement
Name:	MICHAEL STRÖCK
Shareholding 33:	17300 PRE-SEED shares held as at the date of this confirmation statement
Name:	VENTURES TOGETHER NOMINEES LIMITED
Shareholding 34:	4070 SEED shares held as at the date of this confirmation statement
Name:	JONATHAN WILLIAMS

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