



Companies House

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

## Confirmation Statement

Company Name: **GET THE LOWDOWN LTD**

Company Number: **11739412**



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XCTVLL94

Company Name: **GET THE LOWDOWN LTD**

Company Number: **11739412**

Confirmation **20/12/2023**

Statement date:

# Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>820814</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>82.0814</b>
Prescribed particulars			

## FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

<b>Class of Shares:</b>	<b>PRE-</b>	Number allotted	<b>301142</b>
	<b>SEED</b>	Aggregate nominal value:	<b>30.1142</b>
Currency:	<b>GBP</b>		
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.

<b>Class of Shares:</b>	<b>SEED</b>	<b>Number allotted</b>	<b>419067</b>
<b>Currency:</b>	<b>GBP</b>	<b>Aggregate nominal value:</b>	<b>41.9067</b>
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.

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## Statement of Capital (Totals)

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Currency: **GBP**

Total number of shares: **1541023**

Total aggregate nominal value: **154.1023**

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

Shareholding 13:	<b>9615 PRE-SEED shares held as at the date of this confirmation statement</b>
Name:	<b>ENTREPRENEUR FIRST OPERATIONS LIMITED</b>
Shareholding 14:	<b>19230 PRE-SEED shares held as at the date of this confirmation statement</b>
Name:	<b>RICHARD FLINT</b>
Shareholding 15:	<b>814 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>GEORGIA GALLANT</b>
Shareholding 16:	<b>17307 PRE-SEED shares held as at the date of this confirmation statement</b>
Name:	<b>HAMBLE ANGEL PROGRAMME III LLC</b>
Shareholding 17:	<b>1923 PRE-SEED shares held as at the date of this confirmation statement</b>
Name:	<b>IAN ROBERT PINDER HOGARTH</b>
Shareholding 18:	<b>4070 SEED shares held as at the date of this confirmation statement</b>
Name:	<b>KARIMUS S.R.L</b>
Shareholding 19:	<b>2035 SEED shares held as at the date of this confirmation statement</b>
Name:	<b>CATHERINE LENSON</b>
Shareholding 20:	<b>6105 SEED shares held as at the date of this confirmation statement</b>
Name:	<b>BRIAN LO</b>
Shareholding 21:	<b>3052 SEED shares held as at the date of this confirmation statement</b>
Name:	<b>SCOTT MACKIN</b>
Shareholding 22:	<b>59615 PRE-SEED shares held as at the date of this confirmation statement</b>
Name:	<b>NINA CAPITAL FUND I, FCRE</b>
Shareholding 23:	<b>132291 SEED shares held as at the date of this confirmation statement</b>
Name:	<b>NINA CAPITAL FUND I, FCRE</b>
Shareholding 24:	<b>50881 SEED shares held as at the date of this confirmation statement</b>
Name:	<b>NOVACAPITAL S.R.L</b>
Shareholding 25:	<b>800000 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>ALICE PELTON</b>
Shareholding 26:	<b>6105 SEED shares held as at the date of this confirmation statement</b>
Name:	<b>MICHELA PETRONIO</b>

Shareholding 27: Name:	<b>1017 SEED shares held as at the date of this confirmation statement RUPA POPAT</b>
Shareholding 28: Name:	<b>1923 PRE-SEED shares held as at the date of this confirmation statement REBECCA ABIGAIL RIDGE</b>
Shareholding 29: Name:	<b>3846 PRE-SEED shares held as at the date of this confirmation statement DAVID ROBINSON</b>
Shareholding 30: Name:	<b>3846 PRE-SEED shares held as at the date of this confirmation statement MATTHEW JACK ROBINSON</b>
Shareholding 31: Name:	<b>7446 SEED shares held as at the date of this confirmation statement SINNERHILL INVESTMENTS GMBH</b>
Shareholding 32: Name:	<b>132291 SEED shares held as at the date of this confirmation statement SPEEDINVEST IV EUVECA GMBH &amp; CO KG</b>
Shareholding 33: Name:	<b>5088 SEED shares held as at the date of this confirmation statement MICHAEL STRÖCK</b>
Shareholding 34: Name:	<b>17300 PRE-SEED shares held as at the date of this confirmation statement VENTURES TOGETHER NOMINEES LIMITED</b>
Shareholding 35: Name:	<b>4070 SEED shares held as at the date of this confirmation statement JONATHAN WILLIAMS</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