



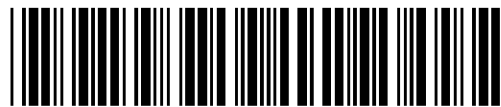
Companies House

**CS01** (ef)

**Confirmation Statement**

Company Name: **BUILD A ROCKET BOY LTD.**

Company Number: **SC537252**



Received for filing in Electronic Format on the: **06/06/2019**

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Company Name: **BUILD A ROCKET BOY LTD.**

Company Number: **SC537252**

Confirmation **05/06/2019**

Statement date:

# Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>10000000</b>
	<b>A</b>	Aggregate nominal value:	<b>1</b>
<b>Currency:</b>	<b>GBP</b>		

Prescribed particulars

THE ORDINARY A SHARES SHALL CONFER ON EACH HOLDER OF ORDINARY A SHARES THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE. WITH INVESTOR MAJORITY CONSENT AND THE CONSENT OF THE FOUNDER, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE SHARES (PARI PASSU) AS IF THE SHARES CONSTITUTED ONE CLASS OF SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SHARES. SUBJECT TO THE SUBSCRIPTION AND SHAREHOLDERS- AGREEMENT, ON A DISTRIBUTION OF ASSETS ON ANY LIQUIDATION, DISSOLUTION. WINDING UP OF THE COMPANY (A "LIQUIDATION EVENT") OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO SO SO): (A) FIRST IN PAYING TO EACH OF THE SERIES A SHAREHOLDERS. IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES) (THE "INITIAL PAYMENT"); AND (B) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE ORDINARY SHARES PRO RATA (AS IF THE ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD, PROVIDED THAT A SERIES A SHAREHOLDER RECEIVING AN INITIAL PAYMENT PURSUANT TO CLAUSE 5(A) SHALL NOT BE ENTITLED TO THE BALANCE UNDER CLAUSE 5(B). THE SERIES A SHARES ARE CONVERTIBLE BY THE HOLDERS THEREOF INTO ORDINARY A SHARES BY WRITTEN NOTICE TO THE COMPANY AND ARE AUTOMATICALLY CONVERTED BY WRITTEN NOTICE GIVEN BY THE INVESTOR MAJORITY OR UPON A QUALIFYING PUBLIC OFFERING. THE EXPRESSIONS "INVESTOR MAJORITY", "FOUNDER", "FINANCIAL YEAR", "PREFERENCE AMOUNT", ORDINARY

**SHARES", "QUALIFYING PUBLIC OFFERING" AND "SHARES" ARE DEFINED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY ADOPTED ON 7 SEPTEMBER 2018.**

<b>Class of Shares:</b>	<b>SERIES</b>	<b>Number allotted</b>	<b>1698876</b>
	<b>A</b>	<b>Aggregate nominal value:</b>	<b>0.16</b>
<b>Currency:</b>	<b>GBP</b>		

**Prescribed particulars**

**THE SERIES A SHARES SHALL CONFER ON EACH HOLDER OF SERIES A SHARES THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE WITH INVESTOR MAJORITY CONSENT AND THE CONSENT OF THE FOUNDER TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE SHARES (PARI PASSU) AS IF THE SHARES CONSTITUTED ONE CLASS OF SHARES PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SHARES. SUBJECT TO THE SUBSCRIPTION AND SHAREHOLDERS' AGREEMENT, ON A DISTRIBUTION OF ASSETS ON ANY LIQUIDATION, DISSOLUTION, WINDING UP OF THE COMPANY (A "LIQUIDATION EVENT") OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO SO SO): (A) FIRST IN PAYING TO EACH OF THE SERIES A SHAREHOLDERS, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SERIES A SHAREHOLDERS PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES) (THE "INITIAL PAYMENT"); AND (B) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE ORDINARY SHARES PRO RATA (AS IF THE ORDINARY SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD, PROVIDED THAT A SERIES A SHAREHOLDER RECEIVING AN INITIAL PAYMENT PURSUANT TO CLAUSE 5(A) SHALL NOT BE ENTITLED TO THE BALANCE UNDER CLAUSE 5(B). THE SERIES A SHARES ARE CONVERTIBLE BY THE HOLDERS THEREOF INTO ORDINARY A SHARES BY WRITTEN NOTICE TO THE COMPANY AND ARE AUTOMATICALLY CONVERTED BY WRITTEN NOTICE GIVEN BY THE INVESTOR MAJORITY OR UPON A QUALIFYING PUBLIC OFFERING. THE EXPRESSIONS "INVESTOR MAJORITY",**

"FOUNDER", "FINANCIAL YEAR", "ORDINARY SHARES", "PREFERENCE AMOUNT", AND QUALIFYING PUBLIC OFFERING" AND "SHARES" ARE DEFINED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY ADOPTED ON 7 SEPTEMBER 2018.

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>11698876</b>
		Total aggregate nominal value:	<b>1.16</b>
		Total aggregate amount unpaid:	<b>0</b>

# 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: **1000000 ORDINARY A shares held as at the date of this confirmation statement**

Name: **LESLIE PETER BENZIES**

Shareholding 2: **906344 SERIES A shares held as at the date of this confirmation statement**

Name: **MAKERS UNITED LIMITED**

Shareholding 3: **305424 SERIES A shares held as at the date of this confirmation statement**

Name: **CAIC, LLC**

Shareholding 4: **33936 SERIES A shares held as at the date of this confirmation statement**

Name: **CAA VENTURES I L.P.**

Shareholding 5: **453172 SERIES A shares held as at the date of this confirmation statement**

Name: **NEW INSIGHT INCENTIVE PLAN COMPANY LIMITED**

## **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