



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **KOKOON TECHNOLOGY LTD**

Company Number: **08740486**



Received for filing in Electronic Format on the: **25/10/2021**

XAFTY9P4

Company Name: **KOKOON TECHNOLOGY LTD**

Company Number: **08740486**

Confirmation Statement date: **18/10/2021**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	1110000
	ORDINARY	Aggregate nominal value:	1110

Currency: **GBP**

Prescribed particulars

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 SHARE HELD; B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF SHARES HELD; C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION 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 DO SO): (1) FIRST IN PAYING TO EACH OF THE HOLDERS OF PREFERRED ORDINARY SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARE, AN AMOUNT PER SHARE HELD EQUAL TO THE SUBSCRIPTION PRICE FOR THE PREFERRED SHARES PLUS ACCRUED YET UNPAID DIVIDENDS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNTS PER SHARE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF PREFERRED ORDINARY SHARES PRO RATA TO THE AMOUNTS PAID UP ON THE PREFERRED ORDINARY SHARES); (2) SECONDLY, IN PAYING TO EACH OF THE HOLDERS OF A ORDINARY SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES EXCEPT THE PREFERRED ORDINARY SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE SUBSCRIPTION PRICE FOR THE A ORDINARY SHARES PLUS ACCRUED YET UNPAID DIVIDENDS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO SUCH AMOUNTS PER SHARE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A ORDINARY SHARES PRO RATA TO THE AMOUNTS PAID UP ON THE A ORDINARY SHARES); AND (3) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS PRO RATA (AS IF THE SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD, AND D) THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	B	Number allotted	3501573
	ORDINARY	Aggregate nominal value:	3501.573

Currency: **GBP**

Prescribed particulars

A) THE RIGHT TO VOTE ON THE BASIS OF ONE VOTE ON A SHOW OF HANDS OR ONE VOTE PER SHARE HELD ON A POLL; B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF SHARES HELD; C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL THE SURPLUS ASSETS OF THE COMPANY AFTER PAYMENT OF ITS LIABILITIES OR ON THE SALE OF A CONTROLLING INTEREST IN THE COMPANY THE PROCEEDS SHALL BE APPLIED WHERE THE HOLDERS OF B ORDINARY SHARES (“B ORDS”) WOULD RECEIVE AN AMOUNT WHICH IS LESS THAN OR EQUAL TO THE AMOUNT THEY SUBSCRIBED IF THE NET PROCEEDS WERE DISTRIBUTED AMONGST THE HOLDERS OF SHARES PURSUANT TO D BELOW, AS: (I) FIRST, THE NET PROCEEDS SHALL BE DISTRIBUTED TO THE PREFERENCE (“PREF”) , A ORDINARY (“A ORDS”) AND ORDINARY (“ORDS”) SHAREHOLDERS £100 ON A PRO-RATA BASIS TO THE NUMBER OF SHARES HELD; AND TO THE B ORDS SHAREHOLDERS THE BALANCE ALLOCATED AMONGST THE HOLDERS SUCH THAT EACH RECEIVES FOR EACH B ORDS SHARE HELD ITS ISSUE PRICE, PROVIDING THAT, WHERE THERE ARE INSUFFICIENT NET PROCEEDS TO PAY THE AMOUNTS UNDER THIS PROVISION, THE NET PROCEEDS SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF EACH CLASS PRO-RATA TO THE AMOUNT THEY WOULD OTHERWISE HAVE RECEIVED UNDER THIS PROVISION; THEN (II) SECOND, THE BALANCE (IF ANY) OF THE NET PROCEEDS SHALL BE DISTRIBUTED TO THE B ORDS, A ORDS AND ORDS SHAREHOLDERS £100 ON A PRO-RATA BASIS TO THE NUMBER OF SHARES HELD; AND TO THE PREF SHAREHOLDERS THE BALANCE SUCH THAT EACH RECEIVES FOR EACH PREF SHARE HELD THE PREFERRED AMOUNT OF THAT PREF SHARE, PROVIDING THAT, WHERE THERE IS AN INSUFFICIENT TO PAY THE AMOUNTS UNDER THIS PROVISION, THE BALANCE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF EACH CLASS PRO-RATA TO THE AMOUNT THEY WOULD OTHERWISE HAVE RECEIVED UNDER THIS PROVISION; THEN (III) THIRD, THE BALANCE (IF ANY) OF THE NET PROCEEDS SHALL BE DISTRIBUTED TO THE B ORDS, PREF AND ORDS SHAREHOLDERS £100 ON A PRO-RATA BASIS TO THE NUMBER OF B ORDS, PREF AND ORDS SHARES HELD AND TO THE A ORDS SHAREHOLDERS THE BALANCE SUCH THAT EACH HOLDER RECEIVES FOR EACH A ORDS SHARE HELD THE PREFERENCE AMOUNT OF THAT A ORDS, PROVIDING THAT, WHERE THERE IS AN INSUFFICIENT BALANCE TO PAY THE AMOUNTS UNDER THIS PROVISION, SAID BALANCE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF EACH CLASS PRO-RATA TO THE AMOUNT THEY WOULD OTHERWISE HAVE RECEIVED UNDER THIS PROVISION; AND (IV) THEREAFTER, THE BALANCE (IF ANY) SHALL BE DISTRIBUTED AS TO 0.0001% IN AGGREGATE TO THE HOLDERS OF THE B ORDS PRO-RATA TO THE NUMBER OF B ORDS HELD BY THEM & 99.9999% IN AGGREGATE TO THE HOLDERS OF THE PREF, A ORDS & ORDS ON A

PRO-RATA BASIS TO THE NUMBER OF SUCH SHARES HELD BY THEM AS IF THEY CONSTITUTED ONE CLASS OF SHARE IMMEDIATELY PRIOR TO THE COMMENCEMENT OF THE WINDING UP (IN THE CASE OF A WINDING UP) OR THE RETURN OF CAPITAL OR SALE OF SHARES (IN ANY OTHER CASE); D) SAVE WHERE THE PREVIOUS POSITION APPLIES, THE NET PROCEEDS SHALL BE DISTRIBUTED AS FOLLOWS: (1) IN PAYING TO EACH OF THE PEF SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARE, AN AMOUNT PER SHARE EQUAL TO THE SUBSCRIPTION PRICE FOR THE PEF SHARES PLUS ACCRUED YET UNPAID DIVIDENDS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNTS PER SHARE, THE SURPLUS SHALL BE DISTRIBUTED TO THE PEF HOLDERS PRO-RATA TO THE AMOUNTS PAID UP ON THE PEF SHARES); (2) IN PAYING TO EACH OF THE HOLDERS OF A ORDS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES EXCEPT THE PEF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE SUBSCRIPTION PRICE FOR THE A ORDS PLUS ACCRUED YET UNPAID DIVIDENDS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO SUCH AMOUNTS PER SHARE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A ORDS PRO-RATA TO THE AMOUNTS PAID UP ON THE A ORDS); AND (3) BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS PRO-RATA (AS IF THE SHARES CONSTITUTED THE SAME CLASS) TO THE NUMBER OF SHARES HELD. E) SHARES ARE NOT REDEEMABLE

Class of Shares:	ORDINARY	Number allotted	30478356
Currency:	GBP	Aggregate nominal value:	30478.356
Prescribed particulars			

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 SHARE HELD; B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF SHARES HELD; C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION 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 DO SO): (1) FIRST IN PAYING TO EACH OF THE HOLDERS OF PREFERRED ORDINARY SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARE, AN AMOUNT PER SHARE HELD EQUAL TO THE SUBSCRIPTION PRICE FOR THE PREFERRED SHARES PLUS ACCRUED YET UNPAID DIVIDENDS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNTS PER SHARE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED 1 THE HOLDERS OF PREFERRED ORDINARY SHARES PRO RATA TO THE AMOUNTS PAID UP ON THE PREFERRED ORDINARY SHARES); (2) SECONDLY, IN PAYING TO EACH OF THE HOLDERS OF A ORDINARY SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES EXCEPT THE PREFERRED ORDINARY SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE SUBSCRIPTION PRICE FOR THE A ORDINARY SHARES PLUS ACCRUED YET UNPAID DIVIDENDS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO SUCH AMOUNTS PER SHARE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A ORDINARY SHARES PRO RATS TO THE AMOUNTS PAID UP ON THE A ORDINARY SHARES); AND (3) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS PRO RATA (AS IF THE SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD, AND D) THE SHARES ARE NOT REDEEMABLE.

Class of Shares:	PREFERRED	Number allotted	13181098
	ORDINARY	Aggregate nominal value:	13181.098
Currency:	GBP		

Prescribed particulars

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 SHARE HELD; B) THE RIGHT TO PARTICIPATE IN A DIVIDEND IN PROPORTION TO THE NUMBER OF SHARES HELD; C) ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION 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 DO SO)! (1) FIRST IN PAYING TO EACH OF THE HOLDERS OF PREFERRED ORDINARY SHARES, IN PRIORITY TO ANY OTHER CLASSES & SHARE, AN AMOUNT PER SHARE HELD EQUAL TO THE SUBSCRIPTION PRICE FOR THE PREFERRED SHARES PLUS ACCRUED YET UNPAID DIVIDENDS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNTS PER SHARE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF PREFERRED ORDINARY SHARES PRO RATA TO THE AMOUNTS PAID UP ON THE PREFERRED ORDINARY SHARES); (2) SECONDLY, IN PAYING TO EACH OF THE HOLDERS OF A ORDINARY SHARES, IN PRIORITY TO ANY OTHER CLASSES OF SHARES EXCEPT THE PREFERRED ORDINARY SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE SUBSCRIPTION PRICE FOR THE A ORDINARY SHARES PLUS ACCRUED YET UNPAID DIVIDENDS (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO SUCH AMOUNTS PER SHARE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE A ORDINARY SHARES PRO RATA TO THE AMOUNTS PAID UP ON THE A ORDINARY SHARES); AND (3) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE SHAREHOLDERS PRO RATA (AS IF THE SHARES CONSTITUTED ONE AND THE SAME CLASS) TO THE NUMBER OF SHARES HELD, AND D) THE SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	48271027
		Total aggregate nominal value:	48271.027
		Total aggregate amount unpaid:	0

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: **173593 ORDINARY shares held as at the date of this confirmation statement**
Name: **14TH STREET MUSIC LLC**
- Shareholding 2: **100401 ORDINARY shares held as at the date of this confirmation statement**
Name: **RICHARD ALDEN**
- Shareholding 3: **6700000 ORDINARY shares held as at the date of this confirmation statement**
Name: **TIMOTHY ANTOS**
- Shareholding 4: **602409 ORDINARY shares held as at the date of this confirmation statement**
Name: **BERENIX LIMITED**
- Shareholding 5: **40160 ORDINARY shares held as at the date of this confirmation statement**
Name: **BLACKFINCH HOLDINGS**
- Shareholding 6: **862069 B ORDINARY shares held as at the date of this confirmation statement**
Name: **BLACKFINCH SPRING VCT PLC**
- Shareholding 7: **1863645 B ORDINARY shares held as at the date of this confirmation statement**
Name: **BLACKFINCH VENTURES NOMINEES**
- Shareholding 8: **5967488 ORDINARY shares held as at the date of this confirmation statement**
Name: **BLACKFINCH VENTURES NOMINEES**
- Shareholding 9: **21551 B ORDINARY shares held as at the date of this confirmation statement**
Name: **JUAN CAPURRO BOLTENDAHL**
- Shareholding 10: **120481 ORDINARY shares held as at the date of this confirmation statement**
Name: **JUAN CAPURRO BOLTENDAHL**
- Shareholding 11: **257711 ORDINARY shares held as at the date of this confirmation statement**
Name: **NEVILLE BRAUER**

Shareholding 12: **2008032 ORDINARY shares held as at the date of this confirmation statement**
Name: **BREED REPLY INVESTMENTS LIMITED**

Shareholding 13: **10650120 PREFERRED ORDINARY shares held as at the date of this confirmation statement**
Name: **BREED REPLY INVESTMENTS LIMITED**

Shareholding 14: **90517 B ORDINARY shares held as at the date of this confirmation statement**
Name: **BRETHIL INVESTMENTS S.L.**

Shareholding 15: **562248 ORDINARY shares held as at the date of this confirmation statement**
Name: **BRETHIL INVESTMENTS S.L.**

Shareholding 16: **215517 B ORDINARY shares held as at the date of this confirmation statement**
Name: **ADRIAN CARR**

Shareholding 17: **215517 ORDINARY shares held as at the date of this confirmation statement**
Name: **ADRIAN CARR**

Shareholding 18: **3609819 ORDINARY shares held as at the date of this confirmation statement**
Name: **CROWDCUBE NOMINEES LIMITED**

Shareholding 19: **40161 ORDINARY shares held as at the date of this confirmation statement**
Name: **DOMINIC EVANS**

Shareholding 20: **86206 ORDINARY shares held as at the date of this confirmation statement**
Name: **JAMES FLAVIN**

Shareholding 21: **83264 ORDINARY shares held as at the date of this confirmation statement**
Name: **HICHEM FRIJA**

Shareholding 22: **130321 ORDINARY shares held as at the date of this confirmation statement**
Name: **ALFONSO GONZALEZ**

Shareholding 23: **3300000 ORDINARY shares held as at the date of this confirmation statement**
Name: **RICHARD ANDREW HALL**

Shareholding 24: **38793 B ORDINARY shares held as at the date of this confirmation statement**
Name: **WOLFGANG HASELWANDER**

Shareholding 25: **240962 ORDINARY shares held as at the date of this confirmation statement**
Name: **WOLFGANG HASELWANDER**

Shareholding 26: **129310 B ORDINARY shares held as at the date of this confirmation statement**
Name: **HY VENTURES LIMITED**

Shareholding 27: **200803 ORDINARY shares held as at the date of this confirmation statement**
Name: **HY VENTURES LIMITED**

Shareholding 28: **100401 ORDINARY shares held as at the date of this confirmation statement**
Name: **JAHANA JEFFREYS**

Shareholding 29: **100401 ORDINARY shares held as at the date of this confirmation statement**
Name: **STUART JEFFREYS**

Shareholding 30: **302711 ORDINARY shares held as at the date of this confirmation statement**
Name: **DAVID KENT**

Shareholding 31: **129310 B ORDINARY shares held as at the date of this confirmation statement**
Name: **THOMAS LEININGER**

Shareholding 32: **144976 ORDINARY shares held as at the date of this confirmation statement**
Name: **NICK MARTIN**

Shareholding 33: **166843 ORDINARY shares held as at the date of this confirmation statement**
Name: **KEITH MIDDLEMASS**

Shareholding 34: **200803 PREFERRED ORDINARY shares held as at the date of this confirmation statement**
Name: **KEITH MIDDLEMASS**

Shareholding 35: **40160 ORDINARY shares held as at the date of this confirmation statement**
Name: **CECILIA MULDOON**

Shareholding 36: **1508621 ORDINARY shares held as at the date of this confirmation statement**
Name: **JOSE NEVES**

Shareholding 37: **646551 ORDINARY shares held as at the date of this confirmation statement**
Name: **MICHAEL NISSIM**

Shareholding 38: **86206 B ORDINARY shares held as at the date of this confirmation statement**
Name: **HADI PARVIZI**

Shareholding 39: **66441 ORDINARY shares held as at the date of this confirmation statement**
Name: **TOM PRIDAY**

Shareholding 40: **301204 PREFERRED ORDINARY shares held as at the date of this confirmation statement**
Name: **TOM PRIDAY**

Shareholding 41: **25640 ORDINARY shares held as at the date of this confirmation statement**
Name: **QUINTESSENTIALLY VENTURES FUNDRAISING LIMITED**

Shareholding 42: **40000 ORDINARY shares held as at the date of this confirmation statement**
Name: **S GOSCHALK LTD**

Shareholding 43: **884640 ORDINARY shares held as at the date of this confirmation statement**
Name: **SEEDRS NOMINEE**

Shareholding 44: **200803 ORDINARY shares held as at the date of this confirmation statement**
Name: **BARRY ROYSTON SHAW**

Shareholding 45: **64655 B ORDINARY shares held as at the date of this confirmation statement**
Name: **MARK SMITH**

Shareholding 46: **401606 ORDINARY shares held as at the date of this confirmation statement**
Name: **MARK SMITH**

Shareholding 47: **1110000 A ORDINARY shares held as at the date of this confirmation statement**
Name: **SOSV III LP**

Shareholding 48: **349397 ORDINARY shares held as at the date of this confirmation statement**
Name: **SOSV III LP**

Shareholding 49: **2028971 PREFERRED ORDINARY shares held as at the date of this confirmation statement**
Name: **SOSV III LP**

Shareholding 50: **120481 ORDINARY shares held as at the date of this confirmation statement**
Name: **MEINRAD SPENGER**

Shareholding 51: **119319 ORDINARY shares held as at the date of this confirmation statement**
Name: **ALEXEY STARINA**

Shareholding 52: **120481 ORDINARY shares held as at the date of this confirmation statement**
Name: **OLGA STARINA**

Shareholding 53: **40161 ORDINARY shares held as at the date of this confirmation statement**
Name: **JAMES STODDART**

Shareholding 54: **100401 ORDINARY shares held as at the date of this confirmation statement**
Name: **MICHAEL STODDART**

Shareholding 55: **165072 ORDINARY shares held as at the date of this confirmation statement**
Name: **HIRO TAKAKU**

Shareholding 56: **393674 ORDINARY shares held as at the date of this confirmation statement**
Name: **WCS NOMINEES**

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