



Companies House

CS01_(ef)

Confirmation Statement

Company Name: **FARMSTAND LIMITED**

Company Number: **09899173**



Received for filing in Electronic Format on the: **26/05/2021**

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Company Name: **FARMSTAND LIMITED**

Company Number: **09899173**

Confirmation **01/12/2020**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	6058880
	ORDINARY	Aggregate nominal value:	60588.8
Currency:	GBP		

Prescribed particulars

ORDINARY SHARES A OF £0.01 EACH; AND ORDINARY SHARES B OF £0.01 EACH, RANKING PARI PASSU IN ALL RESPECTS, SAVE AS HEREINAFTER PROVIDED. UNLESS OTHERWISE DIRECTED BY STEVEN NOVICK, HIS PERSONAL REPRESENTATIVES OR HIS NOMINEES, UPON THE TRANSFER OF ANY 'ORDINARY SHARES B' SUCH SHARES SHALL BE AUTOMATICALLY REDESIGNATED AS 'ORDINARY SHARES A'. EACH 'ORDINARY SHARE A' SHALL ENTITLE THE A SHAREHOLDERS TO ONE (1) VOTE ON ANY RESOLUTION OF THE MEMBERS. SUBJECT TO THE PROVISIONS OF THE ACT, THE DIRECTORS MAY DECLARE AN INTERIM DIVIDEND AND THE COMPANY MAY BY ORDINARY RESOLUTION, UPON THE RECOMMENDATION OF THE DIRECTORS, DECLARE A FINAL DIVIDEND BUT NO DIVIDEND SHALL EXCEED THE AMOUNT RECOMMENDED BY THE DIRECTORS. EVERY MEETING OF THE DIRECTORS, A COMMITTEE OF DIRECTORS OR GENERAL MEETING OF THE COMPANY AT WHICH A DIVIDEND IS DECLARED SHALL, BY THE DIRECTORS OR ORDINARY RESOLUTION (AS APPROPRIATE), DIRECT THAT SUCH DIVIDEND BE PAID EITHER IN RESPECT OF ONE OR MORE CLASS OF SHARES TO THE EXCLUSION OF THE OTHER CLASS(ES), OR IN RESPECT OF ALL CLASSES OF SHARES. WHERE A DIVIDEND IS DECLARED IN RESPECT OF ALL CLASSES OF SHARES THE COMPANY MAY, BY ORDINARY RESOLUTION, DIFFERENTIATE BETWEEN CLASSES AS TO THE AMOUNT OR PERCENTAGE OF DIVIDEND PAYABLE, BUT IN DEFAULT THE SHARES IN EACH SUCH CLASS SHALL BE DEEMED TO RANK PARI PASSU IN ALL RESPECTS AS IF THEY CONSTITUTED ONE CLASS OF SHARE.

Class of Shares:	B	Number allotted	10000000
	ORDINARY	Aggregate nominal value:	100000
Currency:	GBP		

Prescribed particulars

1 THE COMPANY MAY FROM TIME-TO-TIME ISSUE SHARES OF DIFFERENT CLASSES WITH DIFFERENT RIGHTS AND RESTRICTIONS ATTACHED TO THEM. 2 THE A ORDINARY SHARES AND THE B ORDINARY SHARES SHALL RANK PARI PASSU IN ALL RESPECTS, SAVE AS HEREINAFTER PROVIDED. 3 UNLESS OTHERWISE DIRECTED BY STEVEN NOVICK, HIS PERSONAL REPRESENTATIVES OR HIS NOMINEES, UPON THE TRANSFER OF ANY B ORDINARY SHARES, SUCH SHARES SHALL BE AUTOMATICALLY REDESIGNATED AS A ORDINARY SHARES. 4 IN THE EVENT THAT NO SHARES OF A CLASS REMAIN IN ISSUE FOLLOWING A REDESIGNATION UNDER THIS ARTICLE 4, THESE ARTICLES SHALL BE READ AS IF THEY DO NOT INCLUDE ANY REFERENCE TO THAT CLASS OR ANY CONSENTS FROM, OR ATTENDANCE AT ANY MEETING OR VOTES TO BE CAST BY, SHAREHOLDERS OF THE CLASS OR DIRECTORS APPOINTED BY THAT CLASS. 5 EACH A ORDINARY SHARE SHALL ENTITLE THE A SHAREHOLDER TO ONE (1) VOTE ON ANY RESOLUTION OF THE MEMBERS. 6 EACH B ORDINARY SHARE SHALL ENTITLE THE B SHAREHOLDER THEREOF TO: (A) FIFTEEN (15) VOTES ON ANY RESOLUTION OF THE MEMBERS AND; (B) CAST SUCH NUMBER OF VOTES AS IS NECESSARY TO ACHIEVE NOT LESS THAN 75% VOTING RIGHTS ON ANY RESOLUTION OF THE MEMBER. 7 SUBJECT TO THE PROVISIONS OF THE ACT, THE DIRECTORS MAY, HAVING RECEIVED SHAREHOLDER APPROVAL, DECLARE AN INTERIM DIVIDEND AND THE COMPANY MAY BY ORDINARY RESOLUTION, UPON THE RECOMMENDATION OF THE DIRECTORS, DECLARE A FINAL DIVIDEND BUT NO DIVIDEND SHALL EXCEED THE AMOUNT RECOMMENDED BY THE DIRECTORS. 8 WHERE A DIVIDEND IS DECLARED IN RESPECT OF ALL CLASSES OF SHARES THE COMPANY MAY, BY ORDINARY RESOLUTION, DIFFERENTIATE BETWEEN CLASSES AS TO THE AMOUNT OR PERCENTAGE OF DIVIDEND PAYABLE, BUT IN DEFAULT THE SHARES IN EACH SUCH CLASS SHALL BE DEEMED TO RANK PARI PASSU IN ALL RESPECTS AS IF THEY CONSTITUTED ONE CLASS OF SHARE.

Class of Shares:	SERIES	Number allotted	7799257
	A	Aggregate nominal value:	77992.57
Currency:	GBP		
Prescribed particulars			

I) 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. II) EACH SERIES A SHARE AND EACH A ORDINARY SHARE SHALL ENTITLE THE SERIES A SHAREHOLDER AND THE A SHAREHOLDER (RESPECTIVELY) TO ONE (1) VOTE ON ANY RESOLUTION OF THE MEMBERS. III) THE COMPANY MAY, WITH INVESTOR MAJORITY CONSENT, UPON THE RECOMMENDATION OF THE DIRECTORS, DECLARE A FINAL DIVIDEND WHICH WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE SHARES (PARI PASSU AS IF THE SHARES CONSTITUTED ONE CLASS OF SHARE) PRO RA TA TO THEIR RESPECTIVE HOLDINGS OF SHARES, BUT NO DIVIDEND SHALL EXCEED THE AMOUNT RECOMMENDED BY THE DIRECTORS. IV) ANY HOLDER OF SERIES A SHARES (OTHER THAN AN EIS INVESTOR) SHALL BE ENTITLED, BY NOTICE IN WRITING TO THE COMPANY, TO REQUIRE CONVERSION INTO ORDINARY SHARES OF ALL OF THE FULLY PAID SERIES A SHARES HELD BY THEM AT ANY TIME AND THOSE SERIES A SHARES SHALL CONVERT AUTOMATICALLY ON THE DATE OF SUCH NOTICE (THE "CONVERSION DATE"), PROVIDED THAT THE HOLDER MAY IN SUCH NOTICE, STATE THAT CONVERSION OF ITS SERIES A SHARES INTO A ORDINARY SHARES IS CONDITIONAL UPON THE OCCURRENCE OF ONE OR MORE EVENTS (THE "CONDITIONS"). V) SERIES A SHARES MAY ONLY BE VARIED OR ABROGATED (EITHER WHILST THE COMPANY IS A GOING CONCERN OR DURING OR IN CONTEMPLATION OF A LIQUIDATION) WITH INVESTOR MAJORITY CONSENT. VI) THE ORDER OF PRIORITY FOR THE DISTRIBUTION OF THE PROCEEDS OF SALE (FOR THE PURPOSES OF ARTICLE 7.1), OR THE SURPLUS ASSETS (FOR THE PURPOSES OF ARTICLE 7.2.1 OR ARTICLE 7.2.2) (IN EACH CASE, THE "LIQUIDATION PROCEEDS") IS AS FOLLOWS: (1) FIRST, IN PAYING A SUM EQUAL TO THE HIGHER OF: (A) £X PLUS £100 (WHERE X IS AN AMOUNT PER SERIES A SHARE EQUAL TO THE AGGREGATE PREFERENCE AMOUNT OF ALL THE SERIES A SHARES IN ISSUE AT THE RELEVANT TIME) TO BE DISTRIBUTED AS TO 0.0001% TO THE HOLDERS OF THE ORDINARY SHARES PRO-RA TA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD BY THEM AND AS TO THE BALANCE TO THE HOLDERS OF THE SERIES A SHARES SUCH THAT EACH HOLDER OF SERIES A SHARES RECEIVES IN RESPECT OF EACH SERIES A SHARE HELD THE PREFERENCE AMOUNT OF THAT SERIES A SHARE (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SERIES A SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SERIES A SHAREHOLDERS AND ORDINARY SHAREHOLDERS PRO RATA TO THE AMOUNTS WHICH SUCH HOLDERS WOULD OTHERWISE HAVE BEEN ENTITLED TO RECEIVE UNDER THIS ARTICLE 13.1.1(A))

(I)); AND (B) £X PLUS £100 (WHERE X IS AN AMOUNT PER SERIES A SHARE EQUAL TO THE AGGREGATE AMOUNT PER SHARE TO WHICH THE SERIES A SHAREHOLDERS WOULD BE ENTITLED IF THE SERIES A SHARES WERE CONVERTED INTO ORDINARY SHARES IN ACCORDANCE WITH THESE ARTICLES AND LIQUIDATION PROCEEDS WERE DISTRIBUTED AMONG ALL HOLDERS OF SHARES PRO RATA TO THE NUMBER OF SHARES HELD) TO BE DISTRIBUTED AS TO 0.0001% TO HOLDERS OF ORDINARY SHARES PRO-RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD BY THEM AND AS TO THE BALANCE TO THE HOLDERS OF THE SERIES A SHARE PRO RA TA ACCORDING TO THE AMOUNTS PAID UP ON THE SERIES A SHARE (INCLUDING ANY PREMIUM); AND (2) THEREAFTER, THE BALANCE OF THE LIQUIDATION PROCEEDS (IF ANY) SHALL BE DISTRIBUTED AS TO 0.0001% TO THE HOLDERS OF THE SERIES A SHARES PRO-RATA ACCORDING TO THE NUMBER OF SERIES A SHARES HELD BY THEM AND AS TO THE BALANCE TO THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	23858137
		Total aggregate nominal value:	238581.37
		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: **65217 A ORDINARY shares held as at the date of this confirmation statement**

Name: **MATTHEW BARBET**

Shareholding 2: **86957 A ORDINARY shares held as at the date of this confirmation statement**

Name: **BRUCE BARCLAY**

Shareholding 3: **100000 A ORDINARY shares held as at the date of this confirmation statement**

Name: **ROB BIER**

Shareholding 4: **129194 A ORDINARY shares held as at the date of this confirmation statement**

Name: **DANIEL BOULLE**

Shareholding 5: **237615 A ORDINARY shares held as at the date of this confirmation statement**

Name: **BRAY CAPITAL LIMITED**

Shareholding 6: **176404 A ORDINARY shares held as at the date of this confirmation statement**

Name: **AL CHOU**

Shareholding 7: **113692 A ORDINARY shares held as at the date of this confirmation statement**

Name: **THOMAS CHOWANJEC**

Shareholding 8: **26149 A ORDINARY shares held as at the date of this confirmation statement**

Name: **BENJAMIN CONSTANT**

Shareholding 9: **75000 A ORDINARY shares held as at the date of this confirmation statement**

Name: **KEITH CROCKETT**

Shareholding 10: **104596 A ORDINARY shares held as at the date of this confirmation statement**

Name: **DN CAPITAL-GVC SEED III LP**

Shareholding 11: **25000 A ORDINARY shares held as at the date of this confirmation statement**

Name: **PHIL DROWLEY**

Shareholding 12:	362218 A ORDINARY shares held as at the date of this confirmation statement
Name:	ERIC GOETSCH
Shareholding 13:	21739 A ORDINARY shares held as at the date of this confirmation statement
Name:	LAURA MARIE GUTOWSKI
Shareholding 14:	244436 A ORDINARY shares held as at the date of this confirmation statement
Name:	MARK HARRIES
Shareholding 15:	352808 A ORDINARY shares held as at the date of this confirmation statement
Name:	MARCUS HISEMAN
Shareholding 16:	86957 A ORDINARY shares held as at the date of this confirmation statement
Name:	JIM JONES
Shareholding 17:	358127 A ORDINARY shares held as at the date of this confirmation statement
Name:	TIMOTHY M JONES
Shareholding 18:	108696 A ORDINARY shares held as at the date of this confirmation statement
Name:	NICHOLAS LOFBERG
Shareholding 19:	104596 A ORDINARY shares held as at the date of this confirmation statement
Name:	NENAD MAROVAC
Shareholding 20:	1136912 A ORDINARY shares held as at the date of this confirmation statement
Name:	NICOLAS MOTELAY
Shareholding 21:	217391 A ORDINARY shares held as at the date of this confirmation statement
Name:	STEVEN ROBERT NOVICK
Shareholding 22:	375181 A ORDINARY shares held as at the date of this confirmation statement
Name:	MUHANNAD QUBBAJ
Shareholding 23:	125446 A ORDINARY shares held as at the date of this confirmation statement
Name:	BENJAMIN RICHARDSON

Shareholding 24:	4348 A ORDINARY shares held as at the date of this confirmation statement
Name:	BARBARA ROMER
Shareholding 25:	358128 A ORDINARY shares held as at the date of this confirmation statement
Name:	DANIEL VON ROTHENBURG
Shareholding 26:	125000 A ORDINARY shares held as at the date of this confirmation statement
Name:	PHILIP JOHN ROTHERAM
Shareholding 27:	275435 A ORDINARY shares held as at the date of this confirmation statement
Name:	RAOUL SCHUDDEBOOM
Shareholding 28:	43478 A ORDINARY shares held as at the date of this confirmation statement
Name:	CLAUDE SERFILIPPI
Shareholding 29:	125000 A ORDINARY shares held as at the date of this confirmation statement
Name:	WILLIAM STERN
Shareholding 30:	62500 A ORDINARY shares held as at the date of this confirmation statement
Name:	CHRISTIAN TANSEY
Shareholding 31:	62500 A ORDINARY shares held as at the date of this confirmation statement
Name:	DEREK VENHUIZEN
Shareholding 32:	363812 A ORDINARY shares held as at the date of this confirmation statement
Name:	RUDOLF SEBASTIAN HENKELL VON RIBBENTROP
Shareholding 33:	4348 A ORDINARY shares held as at the date of this confirmation statement
Name:	REBECCA CATRIN WILLIAMS
Shareholding 34:	10000000 B ORDINARY shares held as at the date of this confirmation statement
Name:	STEVEN ROBERT NOVICK
Shareholding 35:	54101 SERIES A shares held as at the date of this confirmation statement
Name:	DOMINIC ANTHONY

Shareholding 36: **80327 SERIES A shares held as at the date of this confirmation statement**
Name: **ROB BIER**

Shareholding 37: **9886 SERIES A shares held as at the date of this confirmation statement**
Name: **DANIEL BOULLE**

Shareholding 38: **46935 SERIES A shares held as at the date of this confirmation statement**
Name: **MARTIN FAHR**

Shareholding 39: **1065390 SERIES A shares held as at the date of this confirmation statement**
Name: **ERIC GOETSCH**

Shareholding 40: **234675 SERIES A shares held as at the date of this confirmation statement**
Name: **DUSAN HAMLIN**

Shareholding 41: **101711 SERIES A shares held as at the date of this confirmation statement**
Name: **MARK HARRIES**

Shareholding 42: **281378 SERIES A shares held as at the date of this confirmation statement**
Name: **TIMOTHY M JONES**

Shareholding 43: **2159014 SERIES A shares held as at the date of this confirmation statement**
Name: **KINDRED CAPITAL LLP**

Shareholding 44: **93870 SERIES A shares held as at the date of this confirmation statement**
Name: **ANDY MCGINN**

Shareholding 45: **113089 SERIES A shares held as at the date of this confirmation statement**
Name: **NICOLAS MOTELAY**

Shareholding 46: **2620680 SERIES A shares held as at the date of this confirmation statement**
Name: **STEVEN ROBERT NOVICK**

Shareholding 47: **32461 SERIES A shares held as at the date of this confirmation statement**
Name: **GEORGE POWLICK**

Shareholding 48:	30123 SERIES A shares held as at the date of this confirmation statement
Name:	DANIEL VON ROTHENBURG
Shareholding 49:	100409 SERIES A shares held as at the date of this confirmation statement
Name:	RAOUL SCHUDEBOOM
Shareholding 50:	71003 SERIES A shares held as at the date of this confirmation statement
Name:	CHARLES SONGHURST
Shareholding 51:	251774 SERIES A shares held as at the date of this confirmation statement
Name:	JOHAN WISSINGER
Shareholding 52:	2164 SERIES A shares held as at the date of this confirmation statement
Name:	MARK GREGORY WOOD
Shareholding 53:	93870 SERIES A shares held as at the date of this confirmation statement
Name:	MARCUS HISEMAN
Shareholding 54:	26934 SERIES A shares held as at the date of this confirmation statement
Name:	ALFRED CHOU
Shareholding 55:	19154 SERIES A shares held as at the date of this confirmation statement
Name:	BENJEMIN RICHARDSON
Shareholding 56:	17359 SERIES A shares held as at the date of this confirmation statement
Name:	THOMAS CHOWANIEC
Shareholding 57:	16596 SERIES A shares held as at the date of this confirmation statement
Name:	NICHOLAS LOFBERG
Shareholding 58:	11451 SERIES A shares held as at the date of this confirmation statement
Name:	KEITH CROCKETT
Shareholding 59:	9387 SERIES A shares held as at the date of this confirmation statement
Name:	CLAUDE SERFILIPPI

Shareholding 60:	3993 SERIES A shares held as at the date of this confirmation statement
Name:	BENJEMIN CONSTANT
Shareholding 61:	664 SERIES A shares held as at the date of this confirmation statement
Name:	REBECCA WILLIAMS
Shareholding 62:	250859 SERIES A shares held as at the date of this confirmation statement
Name:	SEEDRS LTD (AS NOMINEE)

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