



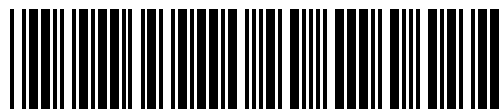
Companies House

CS01_(ef)

Confirmation Statement

Company Name: **FARMSTAND LIMITED**

Company Number: **09899173**



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Company Name: **FARMSTAND LIMITED**

Company Number: **09899173**

Confirmation **08/02/2022**

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:	PRE-SEED	Number allotted	25206008
		Aggregate nominal value:	252060.08
Currency:	GBP		
Prescribed particulars			

I) THE PRE-SEED SHARES SHALL CONFER ON EACH HOLDER OF PRE-SEED 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 PRE-SEED SHARE AND EACH A ORDINARY SHARE SHALL ENTITLE THE PRE-SEED 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 RATA TO THEIR RESPECTIVE HOLDINGS OF SHARES, BUT NO DIVIDEND SHALL EXCEED THE AMOUNT RECOMMENDED BY THE DIRECTORS. IV) ANY HOLDER OF PRE-SEED 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 PRE-SEED SHARES HELD BY THEM AT ANY TIME AND THOSE PRE-SEED 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 PRE-SEED SHARES INTO A ORDINARY SHARES IS CONDITIONAL UPON THE OCCURRENCE OF ONE OR MORE EVENTS (THE "CONDITIONS"). V) PRE-SEED 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 PRE-SEED SHARE EQUAL TO THE AGGREGATE PREFERENCE AMOUNT OF ALL THE PRE-SEED SHARES IN ISSUE AT THE RELEVANT TIME) TO BE DISTRIBUTED AS TO 0.0001% TO THE HOLDERS OF THE ORDINARY SHARES PRO-RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES HELD BY THEM AND AS TO THE BALANCE TO THE HOLDERS OF THE PRE-SEED SHARES SUCH THAT EACH HOLDER OF PRE-SEED SHARES RECEIVES IN RESPECT OF EACH PRE-SEED SHARE HELD THE PREFERENCE AMOUNT OF THAT PRE-SEED SHARE (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER PRE-SEED SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE PRE-SEED 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 PRE-SEED SHARE EQUAL TO THE AGGREGATE AMOUNT PER SHARE TO WHICH THE PRE-SEED SHAREHOLDERS WOULD BE ENTITLED IF THE PRE-SEED 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 PRE-SEED SHARE PRO RATA ACCORDING TO THE AMOUNTS PAID UP ON THE PRE-SEED 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 PRE-SEED SHARES PRO-RATA ACCORDING TO THE NUMBER OF PRE-SEED 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:	41264888
		Total aggregate nominal value:	412648.88
		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: **84832 PRE-SEED shares held as at the date of this confirmation statement**

Name: **DOMINIC ANTHONY**

Shareholding 2: **65217 A ORDINARY shares held as at the date of this confirmation statement**

Name: **MATTHEW BARBET**

Shareholding 3: **86957 A ORDINARY shares held as at the date of this confirmation statement**

Name: **BRUCE BARCLAY**

Shareholding 4: **100000 A ORDINARY shares held as at the date of this confirmation statement**

Name: **ROB BIER**

Shareholding 5: **80327 PRE-SEED shares held as at the date of this confirmation statement**

Name: **ROB BIER**

Shareholding 6: **129194 A ORDINARY shares held as at the date of this confirmation statement**

Name: **DANIEL BOULLE**

Shareholding 7: **9886 PRE-SEED shares held as at the date of this confirmation statement**

Name: **DANIEL BOULLE**

Shareholding 8: **237615 A ORDINARY shares held as at the date of this confirmation statement**

Name: **BRAY CAPITAL LIMITED**

Shareholding 9: **176404 A ORDINARY shares held as at the date of this confirmation statement**

Name: **AL CHOU**

Shareholding 10: **142444 PRE-SEED shares held as at the date of this confirmation statement**

Name: **ALFRED CHOU**

Shareholding 11: **113692 A ORDINARY shares held as at the date of this confirmation statement**

Name: **THOMAS CHOWANIEC**

Shareholding 12:	91799 PRE-SEED shares held as at the date of this confirmation statement
Name:	THOMAS CHOWANIEC
Shareholding 13:	26149 A ORDINARY shares held as at the date of this confirmation statement
Name:	BENJAMIN CONSTANT
Shareholding 14:	21118 PRE-SEED shares held as at the date of this confirmation statement
Name:	BENJAMIN CONSTANT
Shareholding 15:	75000 A ORDINARY shares held as at the date of this confirmation statement
Name:	KEITH CROCKETT
Shareholding 16:	60564 PRE-SEED shares held as at the date of this confirmation statement
Name:	KEITH CROCKETT
Shareholding 17:	104596 A ORDINARY shares held as at the date of this confirmation statement
Name:	DN CAPITAL-GVC SEED III LP
Shareholding 18:	25000 A ORDINARY shares held as at the date of this confirmation statement
Name:	PHIL DROWLEY
Shareholding 19:	46935 PRE-SEED shares held as at the date of this confirmation statement
Name:	MARTIN FAHR
Shareholding 20:	362218 A ORDINARY shares held as at the date of this confirmation statement
Name:	ERIC GOETSCH
Shareholding 21:	3749709 PRE-SEED shares held as at the date of this confirmation statement
Name:	ERIC GOETSCH
Shareholding 22:	21739 A ORDINARY shares held as at the date of this confirmation statement
Name:	LAURA MARIE GUTOWSKI
Shareholding 23:	234675 PRE-SEED shares held as at the date of this confirmation statement
Name:	DUSAN HAMLIN

Shareholding 24: **244436 A ORDINARY shares held as at the date of this confirmation statement**
Name: **MARK HARRIES**

Shareholding 25: **298345 PRE-SEED shares held as at the date of this confirmation statement**
Name: **MARK HARRIES**

Shareholding 26: **352808 A ORDINARY shares held as at the date of this confirmation statement**
Name: **MARCUS HISEMAN**

Shareholding 27: **496425 PRE-SEED shares held as at the date of this confirmation statement**
Name: **MARCUS HISEMAN**

Shareholding 28: **86957 A ORDINARY shares held as at the date of this confirmation statement**
Name: **JIM JONES**

Shareholding 29: **358127 A ORDINARY shares held as at the date of this confirmation statement**
Name: **TIMOTHY M JONES**

Shareholding 30: **1133424 PRE-SEED shares held as at the date of this confirmation statement**
Name: **TIMOTHY M JONES**

Shareholding 31: **2159014 PRE-SEED shares held as at the date of this confirmation statement**
Name: **KINDRED CAPITAL LLP**

Shareholding 32: **108696 A ORDINARY shares held as at the date of this confirmation statement**
Name: **NICHOLAS LOFBERG**

Shareholding 33: **87768 PRE-SEED shares held as at the date of this confirmation statement**
Name: **NICHOLAS LOFBERG**

Shareholding 34: **104596 A ORDINARY shares held as at the date of this confirmation statement**
Name: **NENAD MAROVAC**

Shareholding 35: **93870 PRE-SEED shares held as at the date of this confirmation statement**
Name: **ANDY MCGINN**

Shareholding 36: **1136912 A ORDINARY shares held as at the date of this confirmation statement**
Name: **NICOLAS MOTELAY**

Shareholding 37: **113089 PRE-SEED shares held as at the date of this confirmation statement**
Name: **NICOLAS MOTELAY**

Shareholding 38: **217391 A ORDINARY shares held as at the date of this confirmation statement**
Name: **STEVEN ROBERT NOVICK**

Shareholding 39: **10000000 B ORDINARY shares held as at the date of this confirmation statement**
Name: **STEVEN ROBERT NOVICK**

Shareholding 40: **13233366 PRE-SEED shares held as at the date of this confirmation statement**
Name: **STEVEN ROBERT NOVICK**

Shareholding 41: **50897 PRE-SEED shares held as at the date of this confirmation statement**
Name: **GEORGE POWLICK**

Shareholding 42: **375181 A ORDINARY shares held as at the date of this confirmation statement**
Name: **MUHANNAD QUBBAJ**

Shareholding 43: **125446 A ORDINARY shares held as at the date of this confirmation statement**
Name: **BENJAMIN RICHARDSON**

Shareholding 44: **101291 PRE-SEED shares held as at the date of this confirmation statement**
Name: **BENJEMIN RICHARDSON**

Shareholding 45: **4348 A ORDINARY shares held as at the date of this confirmation statement**
Name: **BARBARA ROMER**

Shareholding 46: **358128 A ORDINARY shares held as at the date of this confirmation statement**
Name: **DANIEL VON ROTHENBURG**

Shareholding 47: **30123 PRE-SEED shares held as at the date of this confirmation statement**
Name: **DANIEL VON ROTHENBURG**

Shareholding 48:	125000 A ORDINARY shares held as at the date of this confirmation statement
Name:	PHILIP JOHN ROTHERAM
Shareholding 49:	275435 A ORDINARY shares held as at the date of this confirmation statement
Name:	RAOUL SCHUDEBOOM
Shareholding 50:	100409 PRE-SEED shares held as at the date of this confirmation statement
Name:	RAOUL SCHUDEBOOM
Shareholding 51:	1326647 PRE-SEED shares held as at the date of this confirmation statement
Name:	SEEDRS LTD (AS NOMINEE)
Shareholding 52:	43478 A ORDINARY shares held as at the date of this confirmation statement
Name:	CLAUDE SERFILIPPI
Shareholding 53:	49643 PRE-SEED shares held as at the date of this confirmation statement
Name:	CLAUDE SERFILIPPI
Shareholding 54:	71003 PRE-SEED shares held as at the date of this confirmation statement
Name:	CHARLES SONGHURST
Shareholding 55:	125000 A ORDINARY shares held as at the date of this confirmation statement
Name:	WILLIAM STERN
Shareholding 56:	62500 A ORDINARY shares held as at the date of this confirmation statement
Name:	CHRISTIAN TANSEY
Shareholding 57:	62500 A ORDINARY shares held as at the date of this confirmation statement
Name:	DEREK VENHUIZEN
Shareholding 58:	363812 A ORDINARY shares held as at the date of this confirmation statement
Name:	RUDOLF SEBASTIAN HENKELL VON RIBBENTROP
Shareholding 59:	4348 A ORDINARY shares held as at the date of this confirmation statement
Name:	REBECCA CATRIN WILLIAMS

Shareholding 60: **3515 PRE-SEED shares held as at the date of this confirmation statement**

Name: **REBECCA CATRIN WILLIAMS**

Shareholding 61: **1331493 PRE-SEED shares held as at the date of this confirmation statement**

Name: **JOHAN WISSINGER**

Shareholding 62: **3397 PRE-SEED shares held as at the date of this confirmation statement**

Name: **MARK GREGORY WOOD**

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