



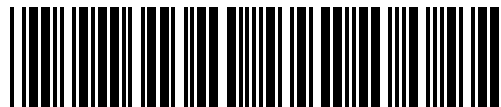
Companies House

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

## Confirmation Statement

Company Name: **Giraffe360 Limited**

Company Number: **11274984**



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Company Name: **Giraffe360 Limited**

Company Number: **11274984**

Confirmation **25/03/2021**

Statement date:

# Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>2823866</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>282.3866</b>

Prescribed particulars

**THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) FIRST IN PAYING TO THE HOLDERS OF DEFERRED SHARES (IF ANY) A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES; (B) SECOND, IN PAYING EACH OF THE HOLDERS OF SEED SHARES THE GREATER OF (I) AN AMOUNT PER SEED SHARE HELD EQUAL TO THE SUBSCRIPTION PRICE (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNTS, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE SEED SHARES PRO RATA TO THE AGGREGATE SUBSCRIPTION PRICE PAID BY EACH HOLDER OF SEED SHARES) OR (II) AN AMOUNT PER SHARE EQUIVALENT TO THAT WHICH THE HOLDERS OF SEED SHARES WOULD HAVE RECEIVED HAD THE SEED SHARES CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH LIQUIDATION OR RETURN OF CAPITAL; AND (C) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD. THE ORDINARY SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.**

<b>Class of Shares:</b>	<b>SEED 1</b>	Number allotted	<b>683720</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>68.372</b>

Prescribed particulars

THE SEED 1 SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) FIRST IN PAYING TO THE HOLDERS OF DEFERRED SHARES (IF ANY) A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES; (B) SECOND, IN PAYING EACH OF THE HOLDERS OF SEED SHARES THE GREATER OF (I) AN AMOUNT PER SEED SHARE HELD EQUAL TO THE SUBSCRIPTION PRICE (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNTS, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE SEED SHARES PRO RATA TO THE AGGREGATE SUBSCRIPTION PRICE PAID BY EACH HOLDER OF SEED SHARES) OR (II) AN AMOUNT PER SHARE EQUIVALENT TO THAT WHICH THE HOLDERS OF SEED SHARES WOULD HAVE RECEIVED HAD THE SEED SHARES CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH LIQUIDATION OR RETURN OF CAPITAL; AND (C) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD. THE SEED 1 SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	SEED 2	Number allotted	1017183
Currency:	GBP	Aggregate nominal value:	101.7183
Prescribed particulars			

THE SEED 2 SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) FIRST IN PAYING TO THE HOLDERS OF DEFERRED SHARES (IF ANY) A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES; (B) SECOND, IN PAYING EACH OF THE HOLDERS OF SEED SHARES THE GREATER OF (I) AN AMOUNT PER SEED SHARE HELD EQUAL TO THE SUBSCRIPTION PRICE (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNTS, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE SEED SHARES PRO RATA TO THE AGGREGATE SUBSCRIPTION PRICE PAID BY EACH HOLDER OF SEED SHARES) OR (II) AN AMOUNT PER SHARE EQUIVALENT TO THAT WHICH THE HOLDERS OF SEED SHARES WOULD HAVE RECEIVED HAD THE SEED SHARES CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH LIQUIDATION OR RETURN OF CAPITAL; AND (C) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD. THE SEED 2 SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	SEED 3	Number allotted	2124572
Currency:	GBP	Aggregate nominal value:	212.4572
Prescribed particulars			

THE SEED 3 SHARES HAVE ATTACHED TO THEM FULL VOTING AND DIVIDEND RIGHTS. ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR RETURN OF CAPITAL, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER THE PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) FIRST IN PAYING TO THE HOLDERS OF DEFERRED SHARES (IF ANY) A TOTAL OF £1.00 FOR THE ENTIRE CLASS OF DEFERRED SHARES; (B) SECOND, IN PAYING EACH OF THE HOLDERS OF SEED SHARES THE GREATER OF (I) AN AMOUNT PER SEED SHARE HELD EQUAL TO THE SUBSCRIPTION PRICE (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY SUCH AMOUNTS, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE HOLDERS OF THE SEED SHARES PRO RATA TO THE AGGREGATE SUBSCRIPTION PRICE PAID BY EACH HOLDER OF SEED SHARES) OR (II) AN AMOUNT PER SHARE EQUIVALENT TO THAT WHICH THE HOLDERS OF SEED SHARES WOULD HAVE RECEIVED HAD THE SEED SHARES CONVERTED INTO ORDINARY SHARES IMMEDIATELY PRIOR TO SUCH LIQUIDATION OR RETURN OF CAPITAL; AND (C) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD. THE SEED 3 SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

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**Statement of Capital (Totals)**

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Currency:	<b>GBP</b>	Total number of shares:	<b>6649341</b>
		Total aggregate nominal value:	<b>664.9341</b>
		Total aggregate amount	<b>0</b>
		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:	<b>1400000 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>MADARS OPELTS</b>
Shareholding 2:	<b>1400000 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>MIKUS OPELTS</b>
Shareholding 3:	<b>23866 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>PLUG &amp; PLAY VENTURE GROUP, LLC</b>
Shareholding 4:	<b>28026 SEED 1 shares held as at the date of this confirmation statement</b>
Name:	<b>OÜ "EINSBROK"</b>
Shareholding 5:	<b>655694 SEED 1 shares held as at the date of this confirmation statement</b>
Name:	<b>OÜ "KOHA CAPITAL"</b>
Shareholding 6:	<b>16730 SEED 2 shares held as at the date of this confirmation statement</b>
Name:	<b>CAPITALIA AS</b>
Shareholding 7:	<b>197406 SEED 2 shares held as at the date of this confirmation statement</b>
Name:	<b>CHANGE VENTURES FUND I, L.P.</b>
Shareholding 8:	<b>16730 SEED 2 shares held as at the date of this confirmation statement</b>
Name:	<b>EKJ INVESTMENTS LLC</b>
Shareholding 9:	<b>291775 SEED 2 shares held as at the date of this confirmation statement</b>
Name:	<b>HOXTON VENTURES II, G.P. LLP</b>
Shareholding 10:	<b>66920 SEED 2 shares held as at the date of this confirmation statement</b>
Name:	<b>HTT INVEST LTD</b>
Shareholding 11:	<b>16730 SEED 2 shares held as at the date of this confirmation statement</b>
Name:	<b>LENDORF SIA</b>
Shareholding 12:	<b>254490 SEED 2 shares held as at the date of this confirmation statement</b>
Name:	<b>MAFANIKIO SIA</b>

Shareholding 13: Name:	<b>66920 SEED 2 shares held as at the date of this confirmation statement MDA INVEST LTD</b>
Shareholding 14: Name:	<b>89482 SEED 2 shares held as at the date of this confirmation statement PLUG &amp; PLAY VENTURE GROUP, LLC</b>
Shareholding 15: Name:	<b>7194 SEED 3 shares held as at the date of this confirmation statement CAPITALIA AS</b>
Shareholding 16: Name:	<b>57188 SEED 3 shares held as at the date of this confirmation statement CHANGE VENTURES FUND I, L.P.</b>
Shareholding 17: Name:	<b>1452 SEED 3 shares held as at the date of this confirmation statement EKJ INVESTMENTS LLC</b>
Shareholding 18: Name:	<b>392888 SEED 3 shares held as at the date of this confirmation statement HARDWARE CLUB FUND I FPCI</b>
Shareholding 19: Name:	<b>65090 SEED 3 shares held as at the date of this confirmation statement HOXTON VENTURES II, G.P. LLP</b>
Shareholding 20: Name:	<b>458103 SEED 3 shares held as at the date of this confirmation statement HOXTON VENTURES II, G.P. LLP</b>
Shareholding 21: Name:	<b>994442 SEED 3 shares held as at the date of this confirmation statement LAUNCHUB WAREHOUSE II OOD</b>
Shareholding 22: Name:	<b>7194 SEED 3 shares held as at the date of this confirmation statement LENDORF SIA</b>
Shareholding 23: Name:	<b>141021 SEED 3 shares held as at the date of this confirmation statement MAFANIKIO SIA</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