

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)



000351/40.

A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

☒ What this form is for
You may use this form to confirm
that the company information is
correct as at the date of this return
You must file an Annual Return at
least once every year

☒ What this form is NOT
You cannot use this form
notice of changes to the
officers, registered office
company type or information
relating to the company

THURSDAY



B37 "B3H5221E" 25/09/2014 #83
COMPANIES HOUSE

Part 1

Company details

The section must be completed by all companies

→ Filling in this form
Please complete in typescript or in
bold black capitals
All fields are mandatory unless
specified or indicated by *

A1 Company details

Company number 0 6 3 4 3 6 0 0

Company name in full SOUND CLOUD LIMITED

① Company name change
If your company has recently
changed its name, please provide
the company name as at the date of
this return

A2 Return date

Please give the annual return made up date. The return date must not be a future
date. The annual return must be delivered within 28 days of the date given below.

If you would like the company's made up date to be earlier than 1 October 2011,
please complete the AR01 appropriate for earlier made up dates

② Date of this return
Your company's return date
is usually the anniversary of
incorporation or the anniversary
of the last annual return filed at
Companies House. You may choose
an earlier return date but it must not
be a later date.

Date of this return ② 1 2 0 9 2 0 1 4

A3 Principal business activity

Please show the trade classification code number(s) for the principal
activity or activities ③

③ Principal business activity
You must provide a trade
classification code (SIC code 2007)
or a description of your company's
main business in this section

Classification code 1 8 2 9 9 0

Classification code 2

Classification code 3

Classification code 4

Principal activity
description

If you cannot determine a code, please give a brief description of your
business activity below

A full list of the trade classification
codes are available on our website
www.companieshouse.gov.uk

29/9/14 017
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Company type^①

Please confirm your company type by ticking the appropriate box below (only one box must be ticked)

- ☐ Public limited company
☒ Private company limited by shares
☐ Private company limited by guarantee
☐ Private company limited by shares exempt under section 60
☐ Private company limited by guarantee exempt under section 60
☐ Private unlimited company with share capital
☐ Private unlimited company without share capital

① Company type

If you are unsure of your company type, please check your latest certificate of incorporation or our website
www.companieshouse.gov.uk

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Registered office address^②

Building name/number	c/o JAG SHAW BAKER
Street	33 ST JAMES'S SQUARE
Post town	LONDON
County/Region	
Postcode	S W 1 Y 4 J S

② Change of registered office

This must agree with the address that is held on the Companies House record at the date of this return

If the registered office address has changed, you should complete form AD01 and submit it together with this annual return

A6

Single alternative inspection location (SAIL) of the company records (if applicable)^③

Building name/number	
Street	
Post town	
County/Region	
Postcode	

③ SAIL address

This must agree with the address that is held on the Companies House record at the date of this return

If the address has changed, you should complete form AD02 and submit it together with this annual return

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Location of company records^④

Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6

- ☐ Register of members
☐ Register of directors
☐ Directors' service contracts
☐ Directors' indemnities
☐ Register of secretaries
☐ Records of resolutions etc
☐ Contracts relating to purchase of own shares
☐ Documents relating to redemption or purchase of own share out of capital by private company
☐ Register of debenture holders
☐ Report to members of outcome of investigation by public company into interests in its shares
☐ Register of interests in shares disclosed to public company
☐ Instruments creating charges and register of charges England and Wales or Northern Ireland
☐ Instruments creating charges and register of charges Scotland

④ Location of company records

If the company records are held at the registered office address, do not tick any of the boxes in this section

Certain records must be kept by every company while other records are only kept by certain company types where appropriate

If the records are not kept at the SAIL address, they must be available at the registered office

If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form AD03 and submit it together with this annual return

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(For returns made up to a date on or **after 1 October 2011**)**Part 2****Officers of the company**

This section should include details of the company at the date to which this annual return is made up

- For a **secretary** who is an individual, go to **Section B1**
- For a **corporate secretary**, go to **Section C1**
- For a **director** who is an individual, go to **Section D1**
- For a **corporate director**, go to **Section E1**

Continuation pages

Please use a continuation page if you need to enter more officer details

Secretary**B1****Secretary's details ^①**

Please use this section to list all the secretaries of the company
For a corporate secretary, complete **Section C1-C4**

Title*	
Full forename(s)	
Surname	
Former name(s) ^②	

① Secretary appointments

You may not use this form to appoint a secretary. To do this, please complete form **AP03** and submit it together with this annual return

Corporate details

Please use **Section C1-C4** to enter corporate secretary details

Secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form **CH03**

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

B2**Secretary's service address ^①**

Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

① Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record

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Corporate secretary

C1	Corporate secretary's details ^①	
	Please use this section to list all the corporate secretaries of the company	
Corporate body/firm name	ERISKA SECRETARIES	① Corporate secretary appointments You cannot use this form to appoint a corporate secretary. To do this, please complete form AP04 and submit it together with this annual return. Corporate secretary details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH04. This information will appear on the public record.
Building name/number	FOURTH FLOOR	
Street	115 GEORGE STREET	
Post town	EDINBURGH	
County/Region		
Postcode	E H 2 4 J N	
Country	UNITED KINGDOM	
C2	Location of the registry of the corporate body or firm	
	Is the corporate secretary registered within the European Economic Area (EEA)? → Yes Complete Section C3 only → No Complete Section C4 only	
C3	EEA companies ^②	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Where the company/firm is registered ^③	SCOTLAND	
	UNITED KINGDOM	
Registration number	SC391502	
C4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	④ Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ^④		
If applicable, the registration number		

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Director

D1	Director's details ¹	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	MR	
Full forename(s)	ALEXANDER	
Surname	LJUNG	
Former name(s) ²		
Country/State of residence	GERMANY	
Nationality	BRITISH	
Date of birth	<div> <div>d</div> <div>2</div> <div>d</div> <div>7</div> <div>m</div> <div>1</div> <div>m</div> <div>0</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>8</div> <div>y</div> <div>1</div> </div>	
Business occupation (if any)	DIRECTOR	

¹ Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

² Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ¹	
Building name/number		
Street	ODERBERGERSTR 11	
Post town	BERLIN	
County/Region		
Postcode	<div> <div>1</div> <div>0</div> <div>4</div> <div>3</div> <div>5</div> <div></div> <div></div> <div></div> </div>	
Country	GERMANY	

¹ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

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Director**D1****Director's details ^①**

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	MR																
Full forename(s)	CHRISTOPHE FERDINAND																
Surname	MAIRE																
Former name(s) ^②																	
Country/State of residence	GERMANY																
Nationality	SWISS																
Date of birth	<table border="1"> <tr> <td>d</td><td>1</td><td>d</td><td>8</td><td>m</td><td>0</td><td>m</td><td>7</td><td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>6</td><td>y</td><td>6</td> </tr> </table>	d	1	d	8	m	0	m	7	y	1	y	9	y	6	y	6
d	1	d	8	m	0	m	7	y	1	y	9	y	6	y	6		
Business occupation (if any)	MANAGER																

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2**Director's service address ^①**

Building name/number									
Street	LYCHENERSTR 43								
Post town	BERLIN								
County/Region									
Postcode	<table border="1"> <tr> <td>1</td><td>0</td><td>4</td><td>3</td><td>7</td><td></td><td></td><td></td> </tr> </table>	1	0	4	3	7			
1	0	4	3	7					
Country	GERMANY								

① Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Director

D1	Director's details ^①		<p>① Director appointments You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.</p> <p>Corporate details Please use Section E1-E4 to enter corporate director details.</p> <p>Director details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.</p> <p>② Former name(s) Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.</p>
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4		
Title*	MR		
Full forename(s)	FRED		
Surname	WILSON		
Former name(s) ^②			
Country/State of residence	NEW YORK, USA		
Nationality	AMERICAN		
Date of birth	<div> <div>d</div> <div>2</div> <div>d</div> <div>0</div> <div>m</div> <div>0</div> <div>m</div> <div>8</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>6</div> <div>y</div> <div>1</div> </div>		
Business occupation (if any)	VENTURE CAPITAL INVESTOR		

D2	Director's service address ^①		<p>① Service address If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.</p> <p>This information will appear on the public record.</p>
Building name/number	c/o JAG SHAW BAKER		
Street	33 ST JAMES'S SQUARE		
Post town	LONDON		
County/Region			
Postcode	<div> <div>S</div> <div>W</div> <div>1</div> <div>Y</div> <div></div> <div>4</div> <div>J</div> <div>S</div> </div>		
Country	UNITED KINGDOM		

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Corporate director

E1	Corporate director's details ①	① Corporate director appointments You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and submit it together with this annual return. Corporate director details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH02. This information will appear on the public record.
	Please use this section to list all the corporate director's of the company	
Corporate body/firm name		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		
E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only → No Complete Section E4 only	
E3	EEA companies ②	② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	
Where the company/firm is registered ③		
Registration number		
E4	Non-EEA companies	④ Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ④		
If applicable, the registration number		

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Part 3**Statement of capital¹**

Does your company have share capital?

→ Yes Complete the sections below and the following Part 4

→ No Go to Part 5 (Signature)

¹ This should reflect the company's capital status at the made up date of this annual return**F1****Share capital in pound sterling (£)**

Please complete the table below to show each class of shares held in pound sterling

If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
				£
				£
				£
				£
Totals				£

F2**Share capital in other currencies**

Please complete the table below to show any class of shares held in other currencies

Please complete a separate table for each currency

Currency	EURO			
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
ORDINARY	€0 01	0	1,236,212	12,362 12
SERIES A	€3 6855	0	678,333	6,783 33
Totals			See cont page	See cont page

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Totals				

F3**Totals**

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares 3,539,921

Total aggregate nominal value ⁵ €35,399 21⁵ Total aggregate nominal value
Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc² Including both the nominal value and any share premium³ Number of shares issued multiplied by nominal value of each share³ Total number of issued shares in this class**Continuation Pages**

Please use a Statement of Capital continuation page if necessary

Please complete the table below to show any class of shares held in other currencies. Please complete a separate table for each currency.

- ① Including both the nominal value and any share premium
- ② Total number of issued shares in this class
- ③ E.g. Number of shares issued multiplied by nominal value of each share

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Statement of capital (Voting rights)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Sections F1 and F2**

Class of share	ORDINARY/SERIES A/SERIES B/SERIES C/SERIES C-1/SERIES D
----------------	---------------------------------------------------------

Voting rights	Please see continuation pages
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Class of share	
----------------	--

Voting rights	
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Class of share	
----------------	--

Voting rights	
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Class of share	
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Voting rights	
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F4

Statement of capital (Voting rights)

Class of share	ORDINARY
Voting rights	<p>The Ordinary shares have attached to them full voting, dividend and capital distribution rights, including on a winding up</p> <p>The Ordinary shares do not confer any rights of redemption</p> <p>On a distribution of assets on a liquidation, exit or return of capital (other than a conversion, redemption or purchase of shares that is outside of this context) 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) (a) first, in laying to each of the Series A shareholders, Series B shareholders, Series C shareholders and Series D shareholders, in priority to any other classes of shares, an amount per share held equal to the Preference Amount plus any Arrears (provided that if there are insufficient surplus assets to pay such amounts, the remaining surplus assets shall be distributed to the Series A shareholders, Series B shareholders, Series C shareholders and Series D shareholders pro rata to the aggregate amounts otherwise due to them under article 5(a) of the Company's articles of association, (b) second, in paying to the holders of the deferred shares, if any, a total of €1 00 for the entire class of deferred shares (which payment shall be deemed satisfied by payment to any one holder of deferred shares), and (c) the balance of any surplus assets shall be distributed among the holders of the Series C-1 shares and Ordinary shares pro rata to the number of Series C-1 shares or, as the case may be, Ordinary shares</p> <p>"Preference Amount" means €3 6855 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series A share held, €10 25 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series B share held, €70 8288 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series C share held and \$159 35 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series D share held, in each case adjusted for any stock splits, consolidation or anti-dilution adjustments</p> <p>"Arrears" means in relation to any share, all arrears of any dividend or other sums payable in respect of that share and irrespective of whether or not the company has had at any time sufficient available profits to pay any dividend or sums, together with all interest and other amounts payable on that share</p>

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Statement of capital (Voting rights)

Class of share	SERIES A
Voting rights	<p>The Series A shares have attached to them full voting, dividend and capital distribution rights, including on a winding up</p> <p>The Series A shares do not confer any rights of redemption</p> <p>On a distribution of assets on a liquidation, exit or return of capital (other than a conversion, redemption or purchase of shares that is outside of this context) 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) (a) first, in laying to each of the Series A shareholders, Series B shareholders, Series C shareholders and Series D shareholders, in priority to any other classes of shares, an amount per share held equal to the Preference Amount plus any Arrears (provided that if there are insufficient surplus assets to pay such amounts, the remaining surplus assets shall be distributed to the Series A shareholders, Series B shareholders, Series C shareholders and Series D shareholders pro rata to the aggregate amounts otherwise due to them under article 5(a) of the Company's articles of association, (b) second, in paying to the holders of the deferred shares, if any, a total of €1 00 for the entire class of deferred shares (which payment shall be deemed satisfied by payment to any one holder of deferred shares), and (c) the balance of any surplus assets shall be distributed among the holders of the Series C-1 shares and Ordinary shares pro rata to the number of Series C-1 shares or, as the case may be, Ordinary shares</p> <p>"Preference Amount" means €3 6855 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series A share held, €10 25 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series B share held, €70 8288 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series C share held and \$159 35 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series D share held, in each case adjusted for any stock splits, consolidation or anti-dilution adjustments</p> <p>"Arrears" means in relation to any share, all arrears of any dividend or other sums payable in respect of that share and irrespective of whether or not the company has had at any time sufficient available profits to pay any dividend or sums, together with all interest and other amounts payable on that share</p>

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Statement of capital (Voting rights)

Class of share	SERIES B
Voting rights	<p>The Series B shares have attached to them full voting, dividend and capital distribution rights, including on a winding up</p> <p>The Series B shares do not confer any rights of redemption</p> <p>On a distribution of assets on a liquidation, exit or return of capital (other than a conversion, redemption or purchase of shares that is outside of this context) 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) (a) first, in laying to each of the Series A shareholders, Series B shareholders, Series C shareholders and Series D shareholders, in priority to any other classes of shares, an amount per share held equal to the Preference Amount plus any Arrears (provided that if there are insufficient surplus assets to pay such amounts, the remaining surplus assets shall be distributed to the Series A shareholders, Series B shareholders, Series C shareholders and Series D shareholders pro rata to the aggregate amounts otherwise due to them under article 5(a) of the Company's articles of association, (b) second, in paying to the holders of the deferred shares, if any, a total of €1 00 for the entire class of deferred shares (which payment shall be deemed satisfied by payment to any one holder of deferred shares), and (c) the balance of any surplus assets shall be distributed among the holders of the Series C-1 shares and Ordinary shares pro rata to the number of Series C-1 shares or, as the case may be, Ordinary shares</p> <p>"Preference Amount" means €3 6855 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series A share held, €10 25 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series B share held, €70 8288 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series C share held and \$159 35 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series D share held, in each case adjusted for any stock splits, consolidation or anti-dilution adjustments</p> <p>"Arrears" means in relation to any share, all arrears of any dividend or other sums payable in respect of that share and irrespective of whether or not the company has had at any time sufficient available profits to pay any dividend or sums, together with all interest and other amounts payable on that share</p>

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F4	Statement of capital (Voting rights)
Class of share	SERIES C
Voting rights	<p>The Series C shares have attached to them full voting, dividend and capital distribution rights, including on a winding up</p> <p>The Series C shares do not confer any rights of redemption</p> <p>On a distribution of assets on a liquidation, exit or return of capital (other than a conversion, redemption or purchase of shares that is outside of this context) 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) (a) first, in laying to each of the Series A shareholders, Series B shareholders, Series C shareholders and Series D shareholders, in priority to any other classes of shares, an amount per share held equal to the Preference Amount plus any Arrears (provided that if there are insufficient surplus assets to pay such amounts, the remaining surplus assets shall be distributed to the Series A shareholders, Series B shareholders, Series C shareholders and Series D shareholders pro rata to the aggregate amounts otherwise due to them under article 5(a) of the Company's articles of association, (b) second, in paying to the holders of the deferred shares, if any, a total of €1 00 for the entire class of deferred shares (which payment shall be deemed satisfied by payment to any one holder of deferred shares), and (c) the balance of any surplus assets shall be distributed among the holders of the Series C-1 shares and Ordinary shares pro rata to the number of Series C-1 shares or, as the case may be, Ordinary shares</p> <p>"Preference Amount" means €3 6855 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series A share held, €10 25 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series B share held, €70 8288 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series C share held and \$159 35 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series D share held, in each case adjusted for any stock splits, consolidation or anti-dilution adjustments</p> <p>"Arrears" means in relation to any share, all arrears of any dividend or other sums payable in respect of that share and irrespective of whether or not the company has had at any time sufficient available profits to pay any dividend or sums, together with all interest and other amounts payable on that share</p>

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Statement of capital (Voting rights)

Class of share	SERIES C-1
Voting rights	<p>The Series C-1 shares have attached to them full voting, dividend and capital distribution rights, including on a winding up</p> <p>The Series C-1 shares do not confer any rights of redemption</p> <p>On a distribution of assets on a liquidation, exit or return of capital (other than a conversion, redemption or purchase of shares that is outside of this context) 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) (a) first, in laying to each of the Series A shareholders, Series B shareholders, Series C shareholders and Series D shareholders, in priority to any other classes of shares, an amount per share held equal to the Preference Amount plus any Arrears (provided that if there are insufficient surplus assets to pay such amounts, the remaining surplus assets shall be distributed to the Series A shareholders, Series B shareholders, Series C shareholders and Series D shareholders pro rata to the aggregate amounts otherwise due to them under article 5(a) of the Company's articles of association, (b) second, in paying to the holders of the deferred shares, if any, a total of €1 00 for the entire class of deferred shares (which payment shall be deemed satisfied by payment to any one holder of deferred shares), and (c) the balance of any surplus assets shall be distributed among the holders of the Series C-1 shares and Ordinary shares pro rata to the number of Series C-1 shares or, as the case may be, Ordinary shares</p> <p>"Preference Amount" means €3 6855 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series A share held, €10 25 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series B share held, €70 8288 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series C share held and \$159 35 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series D share held, in each case adjusted for any stock splits, consolidation or anti-dilution adjustments</p> <p>"Arrears" means in relation to any share, all arrears of any dividend or other sums payable in respect of that share and irrespective of whether or not the company has had at any time sufficient available profits to pay any dividend or sums, together with all interest and other amounts payable on that share</p>

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Annual Return

(For returns made up to a date on or after 1 October 2011)

F4

Statement of capital (Voting rights)

Class of share	SERIES D
Voting rights	<p>The Series D shares have attached to them full voting, dividend and capital distribution rights, including on a winding up</p> <p>The Series D shares do not confer any rights of redemption</p> <p>On a distribution of assets on a liquidation, exit or return of capital (other than a conversion, redemption or purchase of shares that is outside of this context) 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) (a) first, in laying to each of the Series A shareholders, Series B shareholders, Series C shareholders and Series D shareholders, in priority to any other classes of shares, an amount per share held equal to the Preference Amount plus any Arrears (provided that if there are insufficient surplus assets to pay such amounts, the remaining surplus assets shall be distributed to the Series A shareholders, Series B shareholders, Series C shareholders and Series D shareholders pro rata to the aggregate amounts otherwise due to them under article 5(a) of the Company's articles of association, (b) second, in paying to the holders of the deferred shares, if any, a total of €1 00 for the entire class of deferred shares (which payment shall be deemed satisfied by payment to any one holder of deferred shares), and (c) the balance of any surplus assets shall be distributed among the holders of the Series C-1 shares and Ordinary shares pro rata to the number of Series C-1 shares or, as the case may be, Ordinary shares</p> <p>"Preference Amount" means €3 6855 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series A share held, €10 25 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series B share held, €70 8288 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series C share held and \$159 35 per share together with a sum equal to any Arrears and any dividends accrued down to the relevant date of payment in respect of each Series D share held, in each case adjusted for any stock splits, consolidation or anti-dilution adjustments</p> <p>"Arrears" means in relation to any share, all arrears of any dividend or other sums payable in respect of that share and irrespective of whether or not the company has had at any time sufficient available profits to pay any dividend or sums, together with all interest and other amounts payable on that share</p>

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Annual Return

(For returns made up to a date on or **after 1 October 2011**)

Part 4

Shareholders

Does your company have share capital?

→ **Yes** go to **Section G1** 'Companies with share capital'

→ **No** Go to **Part 5 (Signature)**

G1

Companies with share capital

Question 1

Were any of the company's shares admitted to trading on a market at any time during this return period? Please tick the appropriate box below ^①

☒ **No** go to **Section G2** 'Past and present shareholders'

☐ **Yes** go to **Question 2**

Question 2

Please only refer to Question 2 below if you have answered 'Yes' to Question 1. If you answered 'No', please go to Section G2 'Past and present shareholders'

Did the company, throughout the return period, have any shares admitted to trading on a relevant market and was it, throughout the return period, an issuer to which DTR5 applies? Please tick the appropriate box below ^②

☐ **No** go to **Section G4** 'Shareholders who hold at least 5% of any class of shares of the company as at the made up date of the return'

☐ **Yes** go to **Part 5 'Signature'**

^① A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognized investment exchanges and regulated markets can be found at www.fsa.gov.uk/register/exchanges.do

^② DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Services Authority. Notification is required when the percentage acquisition of a shareholder in the company has reached a certain threshold (starting at 3%)

G2

List of past and present shareholders ^③

The company is required to provide a full list of past and present shareholders if one was not included with either of the last two returns. Please tick the appropriate box below

☐ There were no shareholder changes in this period. Go to **Part 5 (Signature)**

☐ A full list of shareholders is enclosed

☒ A list of shareholder changes is enclosed

How is the list of shareholders enclosed? Please tick the appropriate box below

☒ The list of shareholders is enclosed on paper. Go to **Section G3** 'List of past and present shareholders'

☐ The list of shareholders is enclosed in another format. Go to **Part 5 (Signature)**

^③ This section only applies to companies answering 'No' in Section G1

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

G3**List of past and present shareholders¹**

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

¹ Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'List of past and present shareholders' continuation page if necessary

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
BIRD EQUITY LIMITED	ORDINARY	10,000		/ /
ABLETON AG	ORDINARY	157,600		/ /
ATLANTIC VENTURES GMBH	ORDINARY	53,300		/ /
GERHARD BEHLES	ORDINARY	8,300		/ /
JAN BOHL GMBH	ORDINARY	28,900		/ /
TARIQ KRIM	ORDINARY	8,900		/ /
BERND ROGGENDORF	ORDINARY	8,300		/ /
CHRISTIAN ZIPPEL	ORDINARY	112,700		/ /
1000 MONKEYS CONSULTING GROUP GMBH	ORDINARY	364,531	15,521	15 / 10 / 2013
WONKY GMBH	ORDINARY	397,531	15,521	15 / 10 / 2013
ATLANTIC INTERNET GMBH	ORDINARY	56,700		/ /
W A T Z VENTURES GMBH	ORDINARY	14,450		/ /

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Annual Return

(For returns made up to a date on or after 1 October 2011)

G3

List of past and present shareholders¹

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

¹ Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
NEWBORN CAPITAL HOLDING AG	ORDINARY	15,000		/ /
OFFICERS NOMINEES LIMITED	SERIES A	61,667		/ /
DHCT NOMINEES LIMITED (AS NOMINEE OF DOUGHTY	SERIES A	616,666		/ /
HANSON & CO TECHNOLOGY II, LP, ACTING THROUGH ITS				/ /
GENERAL PARTNER DHCT II LIMITED)				/ /
INDEX VENTURES V PARALLEL ENTREPRENEUR FUND (JER-	SERIES B	2,804		/ /
-SEY), L P				/ /
YUCCA (JERSEY) SLP	SERIES B	4,416	4,416	24 / 07 / 2013
UNION SQUARE VENTURES 2008, L P	SERIES B	458,231		/ /
A-GRADE INVESTMENTS, LLC	SERIES B	6,665		/ /
INDEX VENTURES V (JERSEY), L P	SERIES B	346,079		/ /
INDEX VENTURES V (JERSEY), L P	SERIES C	44,911		/ /

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Annual Return

(For returns made up to a date on or after 1 October 2011)

G3

List of past and present shareholders¹

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

¹ Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
KPCB HOLDINGS, INC	SERIES C	184,071		/ /
GGV CAPITAL IV, L P	SERIES C	64,731	1,373	27 / 11 / 2013
GGV CAPITAL ENTREPRENEURS FUND, L P	SERIES C	1,373		/ /
INDEX VENTURES V PARALLEL ENTREPRENEUR FUND (JER-	SERIES C	364		/ /
-SEY), L P				/ /
YUCCA (JERSEY), SLP	SERIES C	573	573	24 / 07 / 2013
UNION SQUARE VENTURES 2008, L P	SERIES C	45,823		/ /
MATTHEW J DWYER	SERIES C-1	1,473		/ /
CAYUGA VENTURE FUND III, L P	SERIES C-1	7,690		/ /
CAYUGA VENTURE FUND IV, L P	SERIES C-1	11,017		/ /
CVF III AUXILIARY FUND, L P	SERIES C-1	4,652		/ /
GREENGAGE, LLC	SERIES C-1	2,014		/ /

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Annual Return

(For returns made up to a date on or after 1 October 2011)

G3

List of past and present shareholders¹

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

¹ Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
ROBERT ROTHBERG	SERIES C-1	302		/ /
BARTRIP REALTY, L P	SERIES C-1	798		/ /
JOHN ALEXANDER	SERIES C-1	4,838		/ /
JOHN BOONE	SERIES C-1	106		/ /
JOHN FAY	SERIES C-1	76		/ /
JESSICA AND DECKER ROLPH	SERIES C-1	49		/ /
SHAZI VISRAM	SERIES C-1	54		/ /
BRADFORD DE PEYSTER	SERIES C-1	957		/ /
PARKER FAMILY LIMITED PARTNERSHIP	SERIES C-1	3,100		/ /
MATTHEW P DWYER, JR	SERIES C-1	957		/ /
ENIAC VENTURES, L P	SERIES C-1	274		/ /
PHILIP H BARTELS	SERIES C-1	755		/ /

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Annual Return

(For returns made up to a date on or after 1 October 2011)

G3

List of past and present shareholders¹

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

¹ Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
CHRISTOPHER S BARTELS	SERIES C-1	389		/ /
KATHERINE BARTELS	SERIES C-1	389		/ /
KENNETH G BARTELS	SERIES C-1	648		/ /
HENRY E BARTELS	SERIES C-1	755		/ /
THOMAS B COLBERT	SERIES C-1	323		/ /
MEMBRAN, LLC	SERIES C-1	37		/ /
JUSTIN SMITHLINE	SERIES C-1	421		/ /
INSTITUTIONAL VENTURE PARTNERS XIV, L P	SERIES D	157,487	94,492	27 / 11 / 2013
INSTITUTIONAL VENTURE PARTNERS XII, L P	SERIES D	94,492		/ /
TCGV IV, LLC	SERIES D	12,551		/ /
KPCB HOLDINGS, INC	SERIES D	18,408		/ /
GGV CAPITAL IV, L P	SERIES D	46,089		/ /

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

G3

List of past and present shareholders¹

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

¹ Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
GGV CAPITAL ENTREPRENEURS FUND, L P	SERIES D	977		/ /
INDEX VENTURES V (JERSEY), L P	SERIES D	39,100		/ /
INDEX VENTURES V PARALLEL ENTREPRENEUR FUND (JER-	SERIES D	317		/ /
-SEY), L P				/ /
YUCCA (JERSEY), SLP	SERIES D	499		/ /
UNION SQUARE VENTURES OPPORTUNITY FUND, L P	SERIES D	47,066		/ /
THE MARC R BENIOFF REVOCABLE TRUST U/A/D -	SERIES D	6,275		/ /
- 12/3/2004				/ /
				/ /
				/ /
				/ /
				/ /

AR01

Annual Return

(For returns made up to a date on or **after 1 October 2011**)

G4

Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return

This section should show only the shareholders that hold at least 5% of any class of share(s) of the company at the date of this return

It should only be completed by companies that have answered 'Yes' to Question 1 in Section G1, and 'No' to Question 2 in Section G1

If there were no shareholders holding at least 5% of any class of share(s) at the date of this return, this section may be left blank

→ Go to Part 5 (Signature)

This section only applies to companies answering 'No' to Question 2 in Section G1

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return' continuation page if necessary

		Shares or stock currently held	
Shareholder's name	Shareholder's address	Class of share	Number of shares or amount of stock

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Part 5

Signature

This must be completed by all companies

I am signing this form on behalf of the company

Signature

Signature

X 

For and on behalf of X
ERISKA SECRETARIES LIMITED

This form may be signed by
Director ^①, Secretary, Person authorised ^②, Charity commission receiver and
manager, CIC manager, Judicial factor

① Societas Europaea

If the form is being filed on behalf
of a Societas Europaea (SE) please
delete 'director' and insert details
of which organ of the SE the person
signing has membership

② Person authorised

Under either section 270 or 274 of
the Companies Act 2006

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name Sarah McConville

Company name JAG Shaw Baker

Address 4th Floor Woolverstone House

61 - 62 Berners Street

Post town London

County/Region

Postcode W 1 T 3 N J

Country UK

DX

Telephone 0203 598 3070



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ That if the made up date of the return is any earlier than 1 October 2011, you must complete the appropriate form AR01
- ☐ The company name and number match the information held on the public Register
- ☐ You have completed your principal business activity
- ☐ You have not used this form to make changes to the registered office address.
- ☐ You have not used this form to make changes to secretary and director details
- ☐ You have fully completed the Statement of capital (if applicable)
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £40 is payable to Companies House in respect of an Annual Return

Make cheques or postal orders payable to 'Companies House'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk



Companies House

COMPANY NAME: **SOUNDCLOUD LIMITED**
COMPANY NUMBER: **06343600**

A second filed AR01 was registered on 03/12/2014