# **RP04**

# Second filing of a document previously delivered



#### What this form is for

You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register

#### What this form is NOT for

You cannot use this form to file a second filing of a document delivered under the Companies 1985 regardless of when it w delivered

A second filing of a documen cannot be filed where it is co information that was origina properly delivered Form RPQ be used in these circumstand

For further information, please refer to our quidance at www.companieshouse.gov.uk



A23 25/11/2014 **COMPANIES HOUSE** 

#### Company details

Company number

3

0

Company name in full

SOUNDCLOUD LIMITED

→ Filling in this form

Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by \*

#### Description of the original document

Document type •

ANNUAL RETURN

Date of registration of the original document

y2 y0 y1 y4

• Description of the original document

Please enter the document type (e.g. a Return of allotment of shares-SH01) and any distinguishing information if more than one document of that type was filed on the same day

### **Applicable documents**

This form only applies to the following forms

AP01 Appointment of director

AP02 Appointment of corporate director

**AP03** Appointment of secretary

AP04 Appointment of corporate secretary

Change of director's details CH01

CH02 Change of corporate director's details

**CH03** Change of secretary's details

**CH04** Change of corporate secretary's details

TM01 Termination of appointment of director

Termination of appointment of secretary **TM02** 

SH01

**AR01** Annual Return

Return of allotment of shares

### Section 243 Exemption®

If you are applying for, or have been granted, exemption under section 243 of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE

19 If you are currently in the process of applying for or have been granted a Section 243 exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01)

CHFP000 04/11 Version 1 0

### **RP04**

Second filing of a document previously delivered

# **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 Sarah McConville JAG Shaw Baker Fourth Floor Woolverstone House 61 - 62 Berners Street Post town London County/Region Postcode Country DX 0203 598 3080 Checklist We may return forms completed incorrectly or with information missing. Please make sure you have remembered the

# following

- The company name and number match the information held on the public Register
- ☐ You can only use this form to file a second filing of a document delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies
- ☐ If you are updating a document where you have previously paid a fee, do not send a fee along with this form
- You have enclosed the second filed document(s) ☐ If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form, and the second filed document(s), a PR03 form 'Consent for paper filing

## Important information

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

### 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

#### Section 243 exemption

If you are applying for or have been granted a section 243 exemption, please post this whole form to the different postal address below The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE

# 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

# AR01

### Annual Return



Companies House

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

A fee is payable with this form You can use the WebFili Please see 'How to pay' on the Please go to www.comp last page What this form is for What this form is NOT You cannot use this forr You may use this form to confirm notice of changes to the that the company information is correct as at the date of this return officers, registered offic-\*A3LDV5K2\* You must file an Annual Return at company type or inform A23 25/11/2014 #157 least once every year relating to the company **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 O Company name change 6 3 3 If your company has recently changed its name, please provide Company name in full SOUNDCLOUD LIMITED the company name as at the date of this return A2 Return date 8 Date of this return Please give the annual return made up date. The return date must not be a future Your company's return date date The annual return must be delivered within 28 days of the date given below is usually the anniversary of incorporation or the anniversary If you would like the company's made up date to be earlier than 1 October 2011, of the last annual return filed at please complete the ARO1 appropriate for earlier made up dates Companies House. You may choose an earlier return date but it must not Date of this return @ 2 'o be a later date. **A3** Principal business activity Please show the trade classification code number(s) for the principal Principal business activity You must provide a trade activity or activities 6 classification code (SIC code 2007) Classification code 1 or a description of your company's main business in this section Classification code 2 A full list of the trade classification codes are available on our website Classification code 3 www.companieshouse.gov.uk Classification code 4 If you cannot determine a code, please give a brief description of your business activity below Principal activity description

> CHFP000 10/11 Version 5 0

	ARO	11							
	Annu	al Retu							
	(For re	turns m	ade u	p to a	a date	on c	or after 1 October 2011)		
A4	Com	pany t	ype	0				<del></del>	
	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						O Company type  If you are unsure of your company type, please check your latest certificate of incorporation or our website www.companieshouse.gov.uk		
A5	Regis	tered	offi	ce a	ddre	SS @			
Building name/number Street	c/o JAG SHAW BAKER  33 ST JAMES'S SQUARE					Ochange of registered office This must agree with the address that is held on the Companies House record at the date of this return			
Post town County/Region	LON	LONDON						If the registered office address has changed, you should complete form AD01 and submit it together with this annual return	
Postcode	s	w 1	7	_	<u> </u>				
A6	Singl				•		on location (SAIL) of the	<u> </u>	
Building name/number  Street  Post town								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	
County/Region								, and the second	
Postcode		<u> </u>	<u> </u>				de O	<u> </u>	
A7	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 Register of secretaries.						■ 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		
	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					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 ADO3 and submit it together with this annual return			

ARO1
Annual Return
(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	Continuation pages Please use a continuation page If you need to enter more officer		
	→ For a secretary who is an individual, go to Section B1	details		
	<ul> <li>→ For a corporate secretary, go to Section C1</li> <li>→ For a director who is an individual, go to Section D1</li> </ul>			
	→ For a corporate director, go to Section E1			
Secretary				
B1	Secretary's details <sup>©</sup>			
	Please use this section to list all the secretaries of the company For a corporate secretary, complete Section C1-C4	O Secretary appointments You may not use this form to appoint a secretary To do this,		
Title*		please complete form AP03 and submit it together with this annual		
Full forename(s)		return.		
Surname		Corporate details Please use Section C1 C4 to enter		
Former name(s) 2		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		
		Promer name(s)  Please provide any previous names which have been used for business purposes during the period of this return Mariied women do not need to give former names unless previously used for business purposes.		
B2	Secretary's service address   Output  Description:	<u> </u>		
B2 Building name/number	Secretary's service address •	Service address		
Building name/number	Secretary's service address	If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The		
Building name/number Street	Secretary's service address    Output  Description:	Lif you have previously notified Companies House that the service address is at 'The Company's		
Building name/number Street Post town	Secretary's 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		
	Secretary's 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.		

# AR01

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

## **Corporate secretary**

C1	Corporate secretary's details o	· · · · · · · · · · · · · · · · · · ·		
_	Please use this section to list all the corporate secretaries of the company	O 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 body/firm name	ERISKA SECRETARIES			
Building name/number	FOURTH FLOOR	Corporate secretary details All details must agree with those		
Street	5treet 115 GEORGE STREET			
Post town	EDINBURGH	since the last annual return and have not notified us, please complete form CH04		
County/Region		This information will appear on the		
Postcode	EH2 4JN	public record		
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 •	·		
_	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.	● EEA  A full list of countries of the EEA can be found in our guidance		
Where the company/	SCOTLAND	www.companieshouse.gov.uk		
firm is registered •	UNITED KINGDOM	O This is the register mentioned in Article 3 of the First Company Law		
Registration number	SC391502	Directive (68/151/EEC)		
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.	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		
Legal form of the corporate body or firm		that register		
Governing law				
If applicable, where the company/firm is registered 9				
if applicable, the registration number				

	ARO1 Annual Return (For returns made up to a date on or after 1 October 2011)							
Director								
D1	Director's details <sup>9</sup>	Director's details •						
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	O Director appointments You cannot use this form to appoint a director To do this, please						
Title*	MR	complete form APO1 and submit it together with this annual return.						
Full forename(s)	ALEXANDER	Corporate details						
Surname	LJUNG	Please use Section E1-E4 to enter corporate director details						
Former name(s) <b>®</b>		Director details  All details must agree with those previously notified to Companies						
Country/State of residence	GERMANY	House If you have made changes since the last annual return and have not notified us, please						
Nationality	BRITISH	complete form CH01						
Date of birth	d <sub>2</sub> d <sub>7</sub> m <sub>1</sub> m <sub>0</sub> y <sub>1</sub> y <sub>9</sub> y <sub>8</sub> y <sub>1</sub>	Please provide any previous names						
Business occupation	DIRECTOR	which have been used for business purposes during the period of						
(if any)		this return Married women do not need to give former names unless previously used for business purposes.						
D2	Director's service address €							
Building name/number		Service address  If you have previously notified						
Street	ODERBERGERSTR 11	Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the						
Post town	BERLIN	address						
County/Region		This information will appear on the						

3 5

1 0 4

GERMANY

Postcode Country

Annual Return (For returns made up to a date on or after 1 October 2011) **Director** Director's details o **D1** Please use this section to list all the directors of the company • Director appointments You cannot use this form to For a corporate director, complete Section E1-E4 appoint a director To do this, please complete form APO1 and submit it Title\* together with this annual return Full forename(s) Corporate details CHRISTOPHE FERDINAND Please use Section E1-E4 to enter Surname MAIRE corporate director details Director details Former name(s) @ All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and Country/State of **GERMANY** have not notified us, please complete form CH01 residence Nationality **SWISS** Former name(s) 1 9 6 6 1 8 Date of birth Please provide any previous names which have been used for business purposes during the period of **Business** occupation **MANAGER** this return. Married women do (if any) not need to give former names unless previously used for business purposes. D2 Director's service address • O Service address Building name/number If you have previously notified Companies House that the service Street LYCHENERSTR 43 address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address Post town **BERLIN** This information will appear on the County/Region public record Postcode 4 3 0

AR01

Country

GERMANY

In accordance with Section 854 of the Companies Act 2006	ARO1 - continuation page Annual Return (For returns made up to a date on or after 1 October 2011)				
Director					
D1	Director's details <sup>0</sup>	· · · · · · · · · · · · · · · · · · ·			
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	Director appointments     You cannot use this form to     appoint a director. To do this, please			
Title*	MR	complete form APO1 and submit it together with this annual return			
Full forename(s)	FRED	Corporate details			
Surname	WILSON	Please use Section E1-E4 to er corporate director details.			
Former name(s)		Director details  All details must agree with those previously notified to Companies			
Country/State of residence	NEW YORK, USA	House. If you have made changes since the last annual return and have not notified us, please			
Nationality	AMERICAN	complete form CH01			
Date of birth	d 2 d m 0 m 8 y 1 y 9 y 6 y 1	• Former name(s) Please provide any previous names			
Business occupation (if any)	VENTURE CAPITAL INVESTOR	which have been used for business purposes during the period of this return. Marned women do not need to give former names unless previously used for business purposes.			
D2	Director's service address •				
Building name/numbe	C/o JAG SHAW BAKER	Service address  If you have previously notified			
Street	33 ST JAMES'S SQUARE	Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the			
Post town	LONDON	address.			

Country

County/Region Postcode

LONDON

S W 1 Y

UNITED KINGDOM

This information will appear on the public record

ARO1
Annual Return
(For returns made up to a date on or after 1 October 2011)

# **Corporate director**

E1	Corporate director's details •							
Corporate body/firm	Please use this section to list all the corporate director's of the company	O Corporate director appointments You cannot use this form to appoint a corporate director To do this, please complete form APO2 and						
name		submit it together with this annual return						
Building name/number		Corporate director details All details must agree with those						
Street		previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete						
Post town		form CH02						
County/Region		This information will appear on the public record						
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 ®							
and the second	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	DEEA A full list of countnes of the EEA can be found in our guidance www.companieshouse.gov.uk						
Where the company/ firm is registered ●		This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)						
Registration number								
E4	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.	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						
Legal form of the corporate body or firm		that register						
Governing law								
if applicable, where the company/firm is registered <b>&amp;</b>								
if applicable, the registration number								

AR01

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

Part 3	Statement of capital o						
	Does your company have share capital?  → Yes Complete the sections below and the following Part 4  → No Go to Part 5 (Signature)					This should reflect the company's capital status at the made up date of this annual return	
F1	Share capital in	pound sterling (£	)			<u> </u>	
		ach class of shares held complete <b>Section F1</b> an	in pound sterling d then go to <b>Section F4</b>				
Class of shares (E g Ordinary/Preference etc )		Amount paid up on each share ②	Amount (if any) unpaid on each share	Number of shares		Aggregate nominal value •	
						£	
						£	
•						£	
						£	
			Totals			£	
F2	Share capital in	other currencies				<u> </u>	
Please complete the ta Please complete a sep	able below to show a arate table for each o	ny class of shares held i currency	n other currencies			· · · · · · · · · · · · · · · · · · ·	
Currency	EURO						
Class of shares (E g Ordinary/Preference etc	)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shar	es O	Aggregate nominal value   O	
ORDINARY		€0 01	0	1,236,212		12,362 12	
ORDINARY		€22 74	0	242		2 42	
			Totals	See cont	page	See cont page	
Currency							
Class of shares (E g Ordinary/Preference etc	)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares   Aggregate r		Aggregate nominal value @	
			Totals				
F3	Totals						
	Please give the total number of shares and total aggregate nominal value of issued share capital					gregate nominal value st total aggregate values in	
Total number of shares	3,540,163					currencies separately For £100 + €100 + \$10 etc	
Total aggregate nominal value 🍑	€35,401 63						
<ul> <li>Including both the noming share premium</li> <li>Total number of issued s</li> </ul>		Number of shares issued nominal value of each sh	are Plea	tinuation Page se use a Statem e if necessary		al continuation	

In accordance with
Section 854 of the
Companies Act 2006

# AR01 - continuation page

**Annual Return** 

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

## Statement of capital •

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

This should reflect the company's capital status at the made up date of this annual return

Currency	EURO				
Class of shares (E.g. Ordinary/Preference etc.)		Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares	Aggregate nominal value
SERIES A		€3 6855	0	678,333	€6,783 33
SERIES B		€10 25	0	818,195	€8,181 95
SERIES C		€0 01	0	26,296	€262 96
SERIES C		€70 8288	0	315,550	€3,155 50
SERIES C -1		\$95 07	0	42,074	€420 74
SERIES D		€0 01	0	31,042	€310 42
SERIES D		\$159 35	0	392,219	€3,922 19
	<del></del>				
	·				
	111				
	· · · · · · · · · · · · · · · · · · ·				
		<u> </u>			
		·	Total	3,540,163	€35,401 63

1 Including both the nominal value and any

 Number of shares issued multiplied by nominal value of each share

Total number of issued shares in this class

ARO1
Annual Return
(For returns made up to a date on or after 1 October 2011)

F4	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	
Class of share		
Voting rights		
Class of share		
Voting rights		
Class of share		
Voting rights		

AR01 - continuation page

**Annual Return** 

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

F4

Statement of capital (Voting rights)

Class of share

**ORDINARY** 

Voting rights

The Ordinary shares have attached to them full voting, dividend and capital distribution rights, including on a winding up

The Ordinary shares do not confer any rights of redemption

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

"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

"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

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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 A

Voting rights

The Series A shares have attached to them full voting, dividend and capital distribution rights, including on a winding up

The Series A shares do not confer any rights of redemption

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

"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 Senes 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

"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

1

AR01 - continuation page

**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 B

Voting rights

The Series B shares have attached to them full voting, dividend and capital distribution rights, including on a winding up

The Series B shares do not confer any rights of redemption

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

"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

"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 ishare

CHFP000 1**0**/11 Version 5 0 (For returns made up to a date on or after 1 October 2011)

F4

#### Statement of capital (Voting rights)

Class of share

SERIES C

Voting rights

The Series C shares have attached to them full voting, dividend and capital distribution rights, including on a winding up

The Series C shares do not confer any rights of redemption

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

"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

"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

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## AR01 - continuation page

**Annual Return** 

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

FA

#### Statement of capital (Voting rights)

Class of share

SERIES C-1

Voting rights

The Series C-1 shares have attached to them full voting, dividend and capital distribution rights, including on a winding up

The Series C-1 shares do not confer any rights of redemption

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

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"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

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## AR01 - continuation page

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

The Series D shares have attached to them full voting, dividend and capital distribution rights, including on a winding up

The Series D shares do not confer any rights of redemption

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

"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

"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

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#### AR01 Annual Return (For returns made up to a date on or after 1 October 2011) Shareholders Part 4 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 Were any of the company's shares admitted to trading on a market at any Question 1 A market is one established under the rules of a UK recognised time during this return period? Please tick the appropriate box below: • investment exchange or any other No go to Section G2 'Past and present shareholders' $\square$ regulated markets in or outside of Yes go to Question 2 the UK, or any other market outside of the UK The current UK recognized Please only refer to Question 2 below if you have answered 'Yes' to Question 2 investment exchanges and regulated Question 1. If you answered 'No', please go to Section G2 'Past and present markets can be found at. www.fsa.gov.uk/register/exchanges.do ODTR5 refers to the Vote Holder and Did the company, throughout the return period, have any shares admitted to Issuer Notification Rules contained trading on a relevant market and was it, throughout the return period, an issuer in Chapter 5 of the Disclosure and to which DTR5 applies? Please tick the appropriate box below 9 Transparency Rules source book issued by the Financial Services Authority Notification is required go to Section G4 'Shareholders who hold at least 5% of any class when the percentage acquisition of of shares of the company as at the made up date of the return' a shareholder in the company has go to Part 5 'Signature' reached a certain threshold (starting at 3%) List of past and present shareholders o G2 The company is required to provide a full list of past and present shareholders This section only applies to if one was not included with either of the last two returns. Please tick the companies answering 'No' in Section G1 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 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)

## AR01

#### Annual Return

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

### G3

### List of past and present shareholders O

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

• 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

		Shares or stock currently held	Shares or stock transfer	red (if appropriate)
Shareholder's Name (Address not required)	Class of share	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		1 1
ABLETON AG	ORDINARY	157,600		1 1
ATLANTIC VENTURES GMBH	ORDINARY	53,300		1 1
GERHARD BEHLES	ORDINARY	8,300		1 1
JAN BOHL GMBH	ORDINARY	28,900		1 1
TARIQ KRIM	ORDINARY	8,900		1 1
BERND ROGGENDORF	ORDINARY	8,300		, ,
CHRISTIAN ZIPPEL	ORDINARY	112,700		1 1
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		1 1
WATZ VENTURES GMBH	ORDINARY	14,450		1 1
	1	1	<u> </u>	1

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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 shareholders o

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- Every third annual return after a full list has been provided.

 Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

·		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	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		1 1
DHCT NOMINEES LIMITED (AS NOMINEE OF DOUGHTY	SERIES A	616,666		1 1
HANSON & CO TECHNOLOGY II, LP, ACTING THROUGH ITS			:	1 1
GENERAL PARTNER DHCT II LIMITED)				1 1
INDEX VENTURES V PARALLEL ENTREPRENEUR FUND (JER-	SERIES B	2,804		1 1
-SEY), L P				1 1
YUCCA (JERSEY) SLP	SERIES B	4,416	4,416	24 1 07 1 2013
UNION SQUARE VENTURES 2008, L P	SERIES B	458,231		, ,
A-GRADE INVESTMENTS, LLC	SERIES B	6,665		1 1
INDEX VENTURES V (JERSEY), L P	SERIES B	346,079		1 1
INDEX VENTURES V (JERSEY), L P	SERIES C	44,911		1 1

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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 shareholders o

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

 Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

ı		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	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		1 1
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		1 1
-SEY), L P				1 1
YUCCA (JERSEY), SLP	SERIES C	573	573	24 ' 07 ' 2013
UNION SQUARE VENTURES 2008, L P	SERIES C	45,823		1 1
MATTHEW J DWYER	SERIES C-1	1,473		1 1
CAYUGA VENTURE FUND III, L P	SERIES C-1	7,690		1 1
CAYUGA VENTURE FUND IV, L P	SERIES C-1	11,017		1 1
CVF III AUXILIARY FUND, L P	SERIES C-1	4,652		1 1
GREENGAGE, LLC	SERIES C-1	2,014		1 1

# AR01 - continuation page

Annual Return

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

G3

### List of past and present shareholders o

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

Please list the company shareholders
In alphabetical order

Joint shareholders should be listed consecutively

l		Shares or stock currently held		
Shareholder's Name (Address not required)	Class of share	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		1 /
JOHN ALEXANDER	SERIES C-1	4,838		1 1
JOHN BOONE	SERIES C-1	106		1 1
JOHN FAY	SERIES C-1	76		1 1
JESSICA AND DECKER ROLPH	SERIES C-1	49		1 1
SHAZI VISRAM	SERIES C-1	54		1 1
BRADFORD DE PEYSTER	SERIES C-1	957		1 1
PARKER FAMILY LIMITED PARTNERSHIP	SERIES C-1	3,100		1 1
MATTHEW P DWYER, JR	SERIES C-1	957		1 1
ENIAC VENTURES, L P	SERIES C-1	274		1 1
PHILIP H BARTELS	SERIES C-1	755		1 1
			<u> </u>	

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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 shareholders o

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.

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	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		1 1
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		1 1
MEMBRAIN, LLC	SERIES C-1	37		1 1
JUSTIN SMITHLINE	SERIES C-1	421		1 1
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		1 1
GGV CAPITAL IV, L P	SERIES D	46,089		1 1

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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 shareholders o

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
- Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

	Shares or stock currently held	Shares or stock transferred (if appropriate)	
Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
SERIES D	977		1 1
SERIES D	39,100		, ,
SERIES D	317		1 1
			1 1
SERIES D	499		1 1
SERIES D	47,066		1 1
SERIES D	6,275		1 1
			1 1
ORDINARY	54		1 1
ORDINARY	51		l l
ORDINARY	27		1 1
ORDINARY	62		l l
	SERIES D  SERIES D  SERIES D  SERIES D  SERIES D  ORDINARY  ORDINARY	Currently held	Class of share

n accordance with
section 854 of the
Companies Act 2006

# AR01 - continuation page

**Annual Return** 

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

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### List of past and present shareholders •

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
- Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

ı		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
RENUKA KHOUSHARAEI	ORDINARY	48		1 1
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				1 1
				1 1
				1 1
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				1 1
	<u> </u>			1 1
				1 /

### 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

Shareholder's name
Shareholder's address
Class of share
Annount of stock

Class of share
Annount of

ARO1
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	O Societas Europaea If the form is being filed on behalf
	I am signing this form on behalf of the company	of a Societas Europaea (SE) please delete 'director' and insert details
Signature	Signature For and on behalf of ERISKA SECRETARIES LIMITED	of which organ of the SE the person signing has membership.  Person authorised Under either section 270 or 274 of the Companies Act 2006
	This form may be signed by Director •, Secretary, Person authorised •, Charity commission receiver and manager, CIC manager, Judicial factor	

ARO1
Annual Return
(For returns made up to a date on or after 1 October 2011)

Presenter information	Important 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.	Please note that all information on this form will appear on the public record
Alsiple to searchers of the bubilit record	£ How to pay
Contact name Sarah McConville	A fee of £40 is payable to Companies House
Company name JAG Shaw Baker	in respect of an Annual Return
Address	Make cheques or postal orders payable to 'Companies House'
4th Floor Woolverstone House	<b>☑</b> Where to send
61 - 62 Berners Street	You may return this form to any Companies House
	address, however for expediency we advise you to
Post fown London	return it to the appropriate address below
County/Region	For companies registered in England and Wales
Postcode W 1 T 3 N J	The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ
Country UK	DX 33050 Cardiff
DX	For companies registered in Scotland.
Telephone	The Registrar of Companies, Companies House,
0203 598 3070	Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
✓ Checklist	DX ED235 Edinburgh 1
We may return forms completed incorrectly or	or LP - 4 Edinburgh 2 (Legal Post)
with information missing	For companies registered in Northern Ireland
Please make sure you have remembered the	The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street,
following	Belfast, Northern Ireland, BT2 BBG
☐ That if the made up date of the return is any earlier than 1 October 2011, you must complete the	DX 481 N R Belfast 1
appropriate form AR01	Further information
☐ The company name and number match the information held on the public Register	For further information, please see the guidance notes
You have completed your principal business activity	on the website at www.companieshouse.gov.uk
You have not used this form to make changes to the registered office address.	or email enquines@companieshouse gov uk
☐ You have not used this form to make changes to	This form is available in an
secretary and director details  You have fully completed the Statement of capital	alternative format. Please visit the
(if applicable)	forms page on the website at
☐ You have signed the form ☐ You have enclosed the correct fee	
Total Mark distribution and distribution	www.companieshouse.gov.uk
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