



Companies House

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

## Confirmation Statement

Company Name: **SAM LABS LTD.**

Company Number: **09007359**



Received for filing in Electronic Format on the: **24/04/2018**

X74JS4E5

Company Name: **SAM LABS LTD.**

Company Number: **09007359**

Confirmation **23/04/2018**

Statement date:

# Statement of Capital (Share Capital)

---

<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>733311</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>7333.11</b>
	<b>SHARES</b>		

Currency: **GBP**

Prescribed particulars

**EACH SHARE IS ENTITLED TO ONE VOTE AND TO PARI PASSU DIVIDEND PAYMENTS. ON A CAPITAL DISTRIBUTION, THE HOLDERS OF THE A ORDINARY SHARES ARE ENTITLED TO BE PAID THE AMOUNT PAID UP OR CREDITED PAID PER A ORDINARY SHARE IN PRIORITY TO PAYMENTS TO OTHER SHAREHOLDERS. THE SHARES ARE NOT REDEEMABLE.**

<b>Class of Shares:</b>	<b>B</b>	Number allotted	<b>42311</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>423.11</b>
	<b>SHARES</b>		

Currency: **GBP**

Prescribed particulars

**THE A ORDINARY SHARES, THE B ORDINARY SHARES AND THE ORDINARY SHARES SHALL RANK PARI PASSU IN RESPECT OF VOTING AND DIVIDENDS, BUT SHALL CONSTITUTE SEPARATE CLASSES OF SHARES. LIQUIDATION PREFERENCE: ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL (OTHER THAN A CONVERSION, REDEMPTION OR PURCHASE OF SHARES) 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 PAYING TO EACH OF THE A ORDINARY SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE HELD EQUAL TO THE PREFERENCE AMOUNT (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SHARE EQUAL TO THE PREFERENCE AMOUNT, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE A ORDINARY SHAREHOLDERS PRO RATA TO THE AGGREGATE ISSUE PRICE OF THEIR RESPECTIVE HOLDINGS OF A ORDINARY SHARES); (B) SECOND IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1.00 FOR ALL OF THE DEFERRED SHARES THEN IN ISSUE (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES; AND (C) THE BALANCE OF THE SURPLUS ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONG THE HOLDERS OF ORDINARY SHARES UP TO THE**

AMOUNT OF THE B THRESHOLD VALUE PRO RATA TO THE NUMBER OF ORDINARY SHARES HELD PROVIDED WHERE ANY ORDINARY SHARES ARE HELD BY AN EMPLOYEE (OTHER THAN THE FOUNDER), THAT EMPLOYEE SHALL BE DEEMED TO BE A LEAVER ON THE DATE OF THE DISTRIBUTION OF THE SURPLUS ASSETS SO THAT ALL OF HIS UNVESTED SHARES SHALL BE CONVERTED INTO DEFERRED SHARES IN ACCORDANCE WITH ARTICLE 19 AND ONLY HIS VESTED SHARES SHALL COUNT AS ORDINARY SHARES FOR THE PURPOSES OF THIS ARTICLE; AND (D) THEREAFTER, THE BALANCE OF THE SURPLUS ASSETS,(IF ANY), SHALL BE DISTRIBUTED TO EACH OF THE HOLDERS OF THE ORDINARY SHARES AND THE B ORDINARY SHARES IN PROPORTION TO THE NUMBER OF ORDINARY SHARES OR B ORDINARY SHARES HELD BY THEM RESPECTIVELY, PROVIDED WHERE ANY ORDINARY SHARES OR B ORDINARY SHARES ARE HELD BY AN EMPLOYEE (OTHER THAN THE FOUNDER), THAT EMPLOYEE SHALL BE DEEMED TO BE A LEAVER ON THE DATE OF THE DISTRIBUTION OF THE SURPLUS ASSETS SO THAT ALL OF HIS UNVESTED SHARES SHALL BE CONVERTED INTO DEFERRED SHARES IN ACCORDANCE WITH ARTICLE 19 AND ONLY HIS VESTED SHARES SHALL COUNT AS ORDINARY SHARES OR B ORDINARY SHARES (AS THE CASE MAY BE) FOR THE PURPOSES OF THIS ARTICLE.

<b>Class of Shares:</b>	<b>C</b>	Number allotted	<b>610343</b>
	<b>ORDINARY</b>	Aggregate nominal value:	<b>6103.43</b>
<b>Currency:</b>	<b>GBP</b>		

Prescribed particulars

**EACH C ORDINARY SHARE ENTITLES THE HOLDER TO THE RIGHT TO RECEIVE NOTICE OF, AND ATTEND AND VOTE AT, GENERAL MEETINGS OF THE COMPANY, AND ON A POLL TO ONE VOTE FOR EACH C ORDINARY SHARE HELD; THE RIGHT TO A DIVIDEND; ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL, THE RIGHT SET OUT IN ARTICLE 6 OF THE COMPANY'S ARTICLES OF ASSOCIATION. THE C ORDINARY SHARES ARE NOT REDEEMABLE OR LIABLE TO BE REDEEMED.**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>959125</b>
<b>Currency:</b>	<b>GBP</b>	Aggregate nominal value:	<b>9591.25</b>

Prescribed particulars

**THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.**

# Statement of Capital (Totals)

---

Currency:	<b>GBP</b>	Total number of shares:	<b>2345090</b>
		Total aggregate nominal value:	<b>23450.9</b>
		Total aggregate amount unpaid:	<b>0</b>

## Full details of Shareholders

The details below relate to individuals/corporate bodies that were shareholders during the review period or that had ceased to be shareholders since the date of the previous confirmation statement.

Shareholder information for a non-traded company as at the confirmation statement date is shown below

Shareholding 1: **48077 A ORDINARY SHARES shares held as at the date of this confirmation statement**  
Name: **BLACKCASTLE LIMITED**

Shareholding 2: **9040 C ORDINARY shares held as at the date of this confirmation statement**  
Name: **BLACKCASTLE LIMITED**

Shareholding 3: **226020 C ORDINARY shares held as at the date of this confirmation statement**  
Name: **E15 FUND LP**

Shareholding 4: **96153 A ORDINARY SHARES shares held as at the date of this confirmation statement**  
Name: **DANIEL HEGGLIN**

Shareholding 5: **76937 C ORDINARY shares held as at the date of this confirmation statement**  
Name: **DANIEL HEGGLIN**

Shareholding 6: **959125 ORDINARY shares held as at the date of this confirmation statement**  
Name: **JOACHIM EDOUARD HORN**

Shareholding 7: **108316 A ORDINARY SHARES shares held as at the date of this confirmation statement**  
Name: **JONATHAN KOLLEK**

Shareholding 8: **96153 A ORDINARY SHARES shares held as at the date of this confirmation statement**  
Name: **MINT INVESTMENT LIMITED**

Shareholding 9: **45204 C ORDINARY shares held as at the date of this confirmation statement**  
Name: **MINT INVESTMENT LIMITED**

Shareholding 10: **42311 B ORDINARY SHARES shares held as at the date of this confirmation statement**  
Name: **GRAHAM WILLIAM O'KEEFFE**

Shareholding 11: **18081 C ORDINARY shares held as at the date of this confirmation statement**  
Name: **ALEXANDER TOLCHINSKY**

Shareholding 12: **384612 A ORDINARY SHARES** shares held as at the date of this confirmation statement

Name: **TOUCHSTONE INNOVATIONS BUSINESSES LLP**

Shareholding 13: **235061 C ORDINARY** shares held as at the date of this confirmation statement

Name: **TOUCHSTONE INNOVATIONS BUSINESSES LLP**

## **Confirmation Statement**

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

# Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager,  
Judicial Factor