

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **12444091**

The Registrar of Companies for England and Wales, hereby certifies that

BV ACQUISITIONS XIII HW LIMITED

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by shares, and the situation of its registered office is in England and Wales

Given at Companies House, Cardiff, on **5th February 2020**



* N12444091C *



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: 05/02/2020

X8Y4YR2P

Company Name in full: **BV ACQUISITIONS XIII HW LIMITED**

Company Type: **Private company limited by shares**

Situation of Registered Office: **England and Wales**

Proposed Registered Office Address: **5 FLEET PLACE
LONDON
ENGLAND EC4M 7RD**

Sic Codes: **74990**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Proposed Officers

Company Secretary 1

Type: Corporate
Name: HALCO SECRETARIES LIMITED
Principal / Business Address: 5 FLEET PLACE
LONDON
ENGLAND EC4M 7RD

European Economic Area (EEA) Company

Register Location: UNITED KINGDOM
Registration Number: 02503744

The subscribers confirm that the corporate body named has consented to act as a secretary.

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	10000
<i>Currency:</i>	EUR	<i>Aggregate nominal value:</i>	100
<i>Prescribed particulars</i>			

**EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING,
DIVIDENDS AND DISTRIBUTIONS.**

Statement of Capital (Totals)

<i>Currency:</i>	EUR	<i>Total number of shares:</i>	10000
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	100

Initial Shareholdings

<i>Name:</i>	BATTERY PARTNERS XIII (AIV I CAYMAN) LTD ACTING AS GP OF BATTERY PARTNERS XIII (AIV I CAYMAN) LP ACTING AS GP OF BATTERY VENTURES XIII (AIV I CAYMAN) LP	<i>Class of Shares:</i>	ORDINARY
		<i>Number of shares:</i>	4875
		<i>Currency:</i>	EUR
		<i>Nominal value of each share:</i>	0.01
		<i>Amount unpaid:</i>	0.01
<i>Address</i>	MAPLES CORPORATE SERVICES LIMITED PO BOX 309 UGLAND HOUSE GRAND CAYMAN KY1-1104 CAYMAN ISLANDS	<i>Amount paid:</i>	0
<i>Name:</i>	BATTERY PARTNERS XIII SIDE FUND (AIV I CAYMAN) LTD ACTING AS GP OF BATTERY PARTNERS XIII SIDE FUND (AIV I CAYMAN) LP ACTING AS GP OF BATTERY VENTURES XIII SIDE	<i>Class of Shares:</i>	ORDINARY
		<i>Number of shares:</i>	4875
		<i>Currency:</i>	EUR
		<i>Nominal value of each share:</i>	0.01
		<i>Amount unpaid:</i>	0.01
<i>Address</i>	MAPLES CORPORATE SERVICES LIMITED PO BOX 309 UGLAND HOUSE GRAND CAYMAN KY1-1104 CAYMAN ISLANDS	<i>Amount paid:</i>	0

<i>Name:</i>	BATTERY PARTNERS XIII (AIV I CAYMAN) LTD ACTING AS GP OF BATTERY PARTNERS XIII (AIV I CAYMAN) LP ACTING AS GP OF BATTERY INVESTMENT PARTNERS XIII (AIV I CAYMAN)	<i>Class of Shares:</i>	ORDINARY
		<i>Number of shares:</i>	250
		<i>Currency:</i>	EUR
		<i>Nominal value of each share:</i>	0.01
		<i>Amount unpaid:</i>	0.01
<i>Address</i>	MAPLES CORPORATE SERVICES LIMITED PO BOX 309 UGLAND HOUSE GRAND CAYMAN KY1-1104 CAYMAN ISLANDS	<i>Amount paid:</i>	0

Persons with Significant Control (PSC)

Statement of initial significant control

On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company

Individual Person with Significant Control details

Names: **MICHAEL BROWN**

***Country/State Usually
Resident:*** **UNITED STATES**

Date of Birth: ****/03/1972** ***Nationality:*** **AMERICAN**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

Nature of control

The person holds, directly or indirectly, 75% or more of the shares in the company.

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

memorandum delivered by an agent for the subscriber(s): **YES**

Agent's Name: **CHARLES RUSSELL SPEECHLYS LLP**

Agent's Address: **COMPASS HOUSE LYPIATT ROAD
CHELTENHAM
ENGLAND
GL50 2QJ**

Authorisation

Authoriser Designation: **agent**

Authenticated **YES**

Agent's Name: **CHARLES RUSSELL SPEECHLYS LLP**

Agent's Address: **COMPASS HOUSE LYPIATT ROAD
CHELTENHAM
ENGLAND
GL50 2QJ**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of BV ACQUISITIONS XIII HW LIMITED

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share.

Name of each subscriber	Authentication
Battery Partners XIII (AIV I Cayman) Ltd acting as GP of Battery Partners XIII (AIV I Cayman) LP acting as GP of Battery Ventures XIII (AIV I Cayman) LP	Authenticated Electronically
Battery Partners XIII Side Fund (AIV I Cayman) Ltd acting as GP of Battery Partners XIII Side Fund (AIV I Cayman) LP acting as GP of Battery Ventures XIII Side	Authenticated Electronically
Battery Partners XIII (AIV I Cayman) Ltd acting as GP of Battery Partners XIII (AIV I Cayman) LP acting as GP of Battery Investment Partners XIII (AIV I Cayman)	Authenticated Electronically

Dated: 05/02/2020