



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **ZOE GLOBAL LIMITED**

Company Number: **10902884**



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Company Name: **ZOE GLOBAL LIMITED**

Company Number: **10902884**

Confirmation **06/08/2019**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	FOUNDER	Number allotted	10000000
	SHARES	Aggregate nominal value:	10
Currency:	GBP		

Prescribed particulars

VOLLNG: THE FOUNDER SHARES SHALL CONFER ON EACH HOLDER OF FOUNDER SHARES THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF IHE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. DIVIDEND: ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE, WITH INVESTOR MAJORITY CONSENT, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR; WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE SHARES (PARI PASSU AS IF THE SHARES CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SHARES. WINDING-UP: ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL, THE SURPLUS ASSETS SHALL BE APPLIED: (A) FIRST, IN PAYING TO THE HOLDERS OT THE DEFERRED SHARES; (B) SECOND IN PAYING A SUM EQUAL TO THE HIGHER OF: IN PAYING A SUM EQUAL TO THE HIGHER OF: (I) £X PLUS £100 (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE ISSUE PRICE OF ALL THE SEED SHARES IN ISSUE AT THE RELEVANT TIME) TO BE DISTRIBUTED AS TO 0.00005% TO THE HOLDERS OF THE FOUNDER SHARES AND 0,00005% TO THE HOLDERS OF THE ORDINARY SHARES PRO-RATA ACCORDING TO THE NUMBER OF FOUNDER SHARES AND ORDINARY SHARES (AS APPLICABLE HELD BY THEM AND AS TO IHE BALANCE TO THE HOLDERS OF THE SEED SHARES SUCH THAT EACH HOLDER OF SEED SHARES RECEIVES IN RESPECT OF EACH SEED SHARE HELD THE ISSUE PRICE OF THAT SEED SHARE (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SEED SHARE EQUAL TO THE ISSUE PRICE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SEED SHAREHOLDERS. FOUNDER SHARES AND ORDINARY SHAREHOLDERS PRO RATA TO THE AMOUNTS WHICH SUCH HOLDERS WOULD OTHERWISE HAVE BEEN ENTITLED TO RECEIVE; AND (II) £X PLUS £100 (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE AMOUNT PER SHARE TO WHICH THE SEED SHAREHOLDERS WOULD BE ENTITLED IF THE SURPLUS ASSETS WERE DISTRIBUTED AMONG ALL HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD) TO BE DISTRIBUTED AS TO 0.00005% TO HOLDERS OF ORDINARY SHARES AND 0.00005% LO HOLDERS OF FOUNDER SHARES PRO-RATA ACCORDING LO THE NUMBER OF ORDINARY SHARES AND FOUNDER SHARES (AS APPLICABLE) HELD BY THEM AND AS TO THE BALANCE TO THE HOLDERS OF THE

SEED SHARES PRO RATA ACCORDING TO THE AMOUNTS PAID UP ON THE SEED SHARES (INCLUDING ANY PREMIUM); (C) THIRD (TO THE EXTENT THERE ARE SURPLUS ASSETS REMAINING FOR DISTRIBUTION AFTER THE APPLICATION OF (A) AND (B)). IN PAYING TO THE HOLDERS OF THE FOUNDER SHARES AND THE ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE), ANY BALANCE OF SUCH REMAINING SURPLUS ASSETS PRO RATA TO THE NUMBER OF FOUNDER SHARES. REDEEMABLE: THE FOUNDER SHARES ARE NON-REDEEMABLE.

Class of Shares:	ORDINARY	Number allotted	3948717
	SHARES	Aggregate nominal value:	0.39

Currency: **GBP**

Prescribed particulars

VOILING: THE ORDINARY SHARES SHALL CONFER ON EACH HOLDER OF ORDINARY SHARES THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. DIVIDEND: ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE, WITH INVESTOR MAJORITY CONSENT, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR; WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE SHARES (PARI PASSU AS IF THE SHARES CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SHARES. WINDING-UP: ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL, THE SURPLUS ASSETS SHALL BE APPLIED: (A) FIRST, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES: (D) SECOND IN PAYING A SUM EQUAL TO THE HIGHER OF: IN PAYING A SUM EQUAL TO THE HIGHER OF: (I) EX PLUS £100 (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE ISSUE PRICE OF ALL THE SEED SHARES IN ISSUE AT THE RELEVANT TIME) TO BE DISTRIBUTED AS TO 0.00005% TO THE HOLDERS OF THE FOUNDER SHARES AND 0.00005% TO THE HOLDERS OF THE ORDINARY SHARES PRO-RATA ACCORDING TO THE NUMBER OF FOUNDER SHARES AND ORDINARY SHARES (AS APPLICABLE HELD BY THEM AND AS TO THE BALANCE TO THE HOLDERS OF THE SEED SHARES SUCH THAT EACH HOLDER OF SEED SHARES RECEIVES IN RESPECT OF EACH SEED SHARE HELD THE ISSUE PRICE OF THAT SEED SHARE (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SEED SHARE EQUAL TO THE ISSUE PRICE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SEED SHAREHOLDERS, FOUNDER SHARES AND ORDINARY SHAREHOLDERS PRO RATA TO THE AMOUNTS WHICH SUCH HOLDERS WOULD OTHERWISE HAVE BEEN ENTITLED TO RECEIVE; AND (II) EX PLUS £100 (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE

AMOUNT PER SHARE TO WHICH THE SEED SHAREHOLDERS WOULD BE ENTITLED IF THE SURPLUS ASSETS WERE DISTRIBUTED AMONG ALL HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD) TO BE DISTRIBUTED AS TO 0.00005% TO HOLDERS OF ORDINARY SHARES AND 0.00005% TO HOLDERS OF FOUNDER SHARES PRO-RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES AND FOUNDER SHARES (AS APPLICABLE) HELD BY THEM AND AS TO THE BALANCE TO THE HOLDERS OF THE SEED SHARES PRO RATA ACCORDING TO THE AMOUNTS PAID UP ON THE SEED SHARES (INCLUDING ANY PREMIUM): (C) THIRD (TO THE EXTENT THERE ARE SURPLUS ASSETS REMAINING FOR DISTRIBUTION AFTER THE APPLICATION OF (A) AND (B)), IN PAYING TO THE HOLDERS OF THE FOUNDER SHARES AND THE ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE), ANY BALANCE OF SUCH REMAINING SURPLUS ASSETS PRO RATA TO THE NUMBER OF FOUNDER SHARES. REDEEMABLE: THE ORDINARY SHARES ARE NON-REDEEMABLE.

Class of Shares:	SEED	Number allotted	56793911
	SHARES	Aggregate nominal value:	5.68
Currency:	GBP		

Prescribed particulars

VOTING: THE SEED SHARES SHALL CONFER ON EACH HOLDER OF SEED SHARES THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. **DIVIDEND:** ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE, WITH INVESTOR MAJORITY CONSENT, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR; WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE SHARES (PARI PASSU AS IF THE SHARES CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SHARES. **WINDING-UP:** ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL, THE SURPLUS ASSETS SHALL BE APPLIED: (A) FIRST IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES; (B) SECOND IN PAYING A SUM EQUAL TO THE HIGHER OF: IN PAYING A SUM EQUAL TO THE HIGHER OF: (I) £X PLUS £100 (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE ISSUE PRICE OF ALL THE SEED SHARES IN ISSUE AT THE RELEVANT TIME) TO BE DISTRIBUTED AS TO 0.00005% TO THE HOLDERS OF THE FOUNDER SHARES AND 0.00005% TO THE HOLDERS OF THE ORDINARY SHARES PRO-RATA ACCORDING TO THE NUMBER OF FOUNDER SHARES AND ORDINARY SHARES (AS APPLICABLE HELD BY THEM AND AS TO THE BALANCE TO THE HOLDERS OF THE SEED SHARES SUCH THAT EACH HOLDER OF SEED SHARES RECEIVES IN RESPECT OF EACH SEED

SHARE HELD THE ISSUE PRICE OF THAT SEED SHARE (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER SEED SHARE EQUAL TO THE ISSUE PRICE, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE SEED SHAREHOLDERS, FOUNDER SHARES AND ORDINARY SHAREHOLDERS PRO RATA TO THE AMOUNTS WHICH SUCH HOLDERS WOULD OTHERWISE HAVE BEEN ENTITLED TO RECEIVE; AND (II) £X PLUS £100 (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE AMOUNT PER SHARE TO WHICH THE SEED SHAREHOLDERS WOULD BE ENTITLED IF THE SURPLUS ASSETS WERE DISTRIBUTED AMONG ALL HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD) TO BE DISTRIBUTED AS TO 0.00005% TO HOLDERS OF ORDINARY SHARES AND 0.00005% TO HOLDERS OF FOUNDER SHARES PRO-RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES AND FOUNDER SHARES (AS APPLICABLE) HELD BY THEM AND AS TO THE BALANCE TO (THE HOLDERS OF) THE SEED SHARES PRO RATA ACCORDING TO THE AMOUNTS PAID UP ON THE SEED SHARES (INCLUDING ANY PREMIUM); (C) THIRD (TO THE EXTENT THERE ARE SURPLUS ASSETS REMAINING FOR DISTRIBUTION AFTER THE APPLICATION OF (A) AND (B)), IN PAYING TO THE HOLDERS OF THE FOUNDER SHARES AND THE ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE), ANY BALANCE OF SUCH REMAINING SURPLUS ASSETS PRO RATA TO THE NUMBER OF FOUNDER SHARES. REDEEMABLE: THE SEED SHARES ARE NON-REDEEMABLE.

Class of Shares:	SERIES	Number allotted	71780053
	A	Aggregate nominal value:	7.18
	SHARES		

Currency: **GBP**

Prescribed particulars

VOTING: THE SERIES A SHARES SHALL CONFER ON EACH HOLDER OF SERIES A SHARES THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. DIVIDEND: ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE, WITH INVESTOR MAJORITY CONSENT, TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR; WILL BE DISTRIBUTED AMONG THE HOLDERS OF THE SERIES A SHARES (PARI PASSU AS IF THE SHARES CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF SERIES A SHARES. WINDING-UP: ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION OR A RETURN OF CAPITAL THE SURPLUS ASSETS SHALL BE APPLIED: (A) FIRST, IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES; (B) SECOND, IN PAYING A SUM EQUAL TO THE HIGHER OF: (I) £X

PLUS £100 (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE ISSUE PRICE PLUS ARREARS OF ALL THE PREFERRED SHARES IN ISSUE AT THE RELEVANT TIME) TO BE DISTRIBUTED AS TO 0.00005% TO THE HOLDERS OF THE FOUNDER SHARES AND 0.00005% TO THE HOLDERS OF THE ORDINARY SHARES PRO-RATA ACCORDING TO THE NUMBER OF FOUNDER SHARES AND ORDINARY SHARES (AS APPLICABLE) HELD BY THEM AND AS TO THE BALANCE TO THE HOLDERS OF THE PREFERRED SHARES SUCH THAT EACH HOLDER OF PREFERRED SHARES RECEIVES IN RESPECT OF EACH PREFERRED SHARE HELD THE ISSUE PRICE PLUS ARREARS OF THAT PREFERRED SHARE (PROVIDED THAT IF THERE ARE INSUFFICIENT SURPLUS ASSETS TO PAY THE AMOUNTS PER PREFERRED SHARE EQUAL TO THE ISSUE PRICE PLUS ARREARS, THE REMAINING SURPLUS ASSETS SHALL BE DISTRIBUTED TO THE PREFERRED SHAREHOLDERS, FOUNDER SHARES AND ORDINARY SHAREHOLDERS PRO RATA TO THE AMOUNTS WHICH SUCH HOLDERS WOULD OTHERWISE HAVE BEEN ENTITLED TO RECEIVE AND (II) £X PLUS £100 (WHERE X IS AN AMOUNT EQUAL TO THE AGGREGATE AMOUNT TO WHICH THE PREFERRED SHAREHOLDERS WOULD BE ENTITLED IF THE SURPLUS ASSETS WERE DISTRIBUTED AMONG ALL HOLDERS OF EQUITY SHARES PRO RATA TO THE NUMBER OF EQUITY SHARES HELD) TO BE DISTRIBUTED AS TO 0.00005% TO HOLDERS OF ORDINARY SHARES AND 0.00005% TO HOLDERS OF FOUNDER SHARES PRO-RATA ACCORDING TO THE NUMBER OF ORDINARY SHARES AND FOUNDER SHARES (AS APPLICABLE) HELD BY THEM AND AS TO THE BALANCE TO THE HOLDERS OF THE PREFERRED SHARES PRO RATA ACCORDING TO THE AMOUNTS PAID UP ON THE PREFERRED SHARES (INCLUDING ANY PREMIUM), (C) THIRD (TO THE EXTENT THERE ARE SURPLUS ASSETS REMAINING FOR DISTRIBUTION AFTER THE APPLICATION OF (A) AND (B)), IN PAYING TO THE HOLDERS OF THE FOUNDER SHARES AND THE ORDINARY SHARES (PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE), ANY BALANCE OF SUCH REMAINING SURPLUS ASSETS PRO RATA TO THE NUMBER OF FOUNDER SHARES AND ORDINARY SHARES HELD BY THEM. THE SERIES A SHARES ARE NON-REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	232522681
		Total aggregate nominal value:	23.25

Total aggregate amount **0**
unpaid:

Full details of Shareholders

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

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

Shareholding 1: **44117650 FOUNDER SHARES shares held as at the date of this confirmation statement**

Name: **JONATHAN WOLF**

Shareholding 2: **44117650 FOUNDER SHARES shares held as at the date of this confirmation statement**

Name: **GEORGE HADJIGEORGIOU**

Shareholding 3: **11764700 FOUNDER SHARES shares held as at the date of this confirmation statement**

Name: **TIMOTHY SPECTOR**

Shareholding 4: **10680784 SEED SHARES shares held as at the date of this confirmation statement**

Name: **ACCOMPLICE FUND II, L.P.**

Shareholding 5: **928764 SEED SHARES shares held as at the date of this confirmation statement**

Name: **ALEX CHESTERMAN**

Shareholding 6: **464382 SEED SHARES shares held as at the date of this confirmation statement**

Name: **BENJAMIN BAROKAS**

Shareholding 7: **27862914 SEED SHARES shares held as at the date of this confirmation statement**

Name: **DAPHNI PURPLE FPCI**

Shareholding 8: **185753 SEED SHARES shares held as at the date of this confirmation statement**

Name: **DAVID SCOTT CUMMINGS**

Shareholding 9: **928764 SEED SHARES shares held as at the date of this confirmation statement**

Name: **DEMETRIOS ZOPPOS**

Shareholding 10: **464382 SEED SHARES shares held as at the date of this confirmation statement**

Name: **DEMETRIOS ZOPPOS**

Shareholding 11: **464382 SEED SHARES shares held as at the date of this confirmation statement**

Name: **EARLY STAGE I, A SERIES OF YUBARI, LP**

Shareholding 12: **464382 ORDINARY SHARES** shares held as at the date of this confirmation statement
Name: **ERROL DAMELIN**

Shareholding 13: **1393146 SEED SHARES** shares held as at the date of this confirmation statement
Name: **FRANCK LE OUAY**

Shareholding 14: **928764 SEED SHARES** shares held as at the date of this confirmation statement
Name: **GEORGE HADJIGEORGIOU**

Shareholding 15: **696573 SEED SHARES** shares held as at the date of this confirmation statement
Name: **GREG COLEMAN**

Shareholding 16: **928764 SEED SHARES** shares held as at the date of this confirmation statement
Name: **JONATHAN WOLF**

Shareholding 17: **2321910 SEED SHARES** shares held as at the date of this confirmation statement
Name: **KAROG INVEST**

Shareholding 18: **185753 SEED SHARES** shares held as at the date of this confirmation statement
Name: **MATTHEW JACK ROBINSON**

Shareholding 19: **1304960 SEED SHARES** shares held as at the date of this confirmation statement
Name: **MOSAIC VENTURES I, L.P.**

Shareholding 20: **88186 SEED SHARES** shares held as at the date of this confirmation statement
Name: **MOSAIC VENTURES INVESTORS FUND I, L.P.**

Shareholding 21: **928764 SEED SHARES** shares held as at the date of this confirmation statement
Name: **PG CONSEIL**

Shareholding 22: **1857528 SEED SHARES** shares held as at the date of this confirmation statement
Name: **REGINALD REEVES BRADFORD**

Shareholding 23: **1857528 SEED SHARES** shares held as at the date of this confirmation statement
Name: **REGINALD REEVES BRADFORD**

Shareholding 24: **92876 ORDINARY SHARES** shares held as at the date of this confirmation statement
Name: **SPENCER HYMAN**

Shareholding 25: **928764 SEED SHARES** shares held as at the date of this confirmation statement
Name: **STANISLAS MARIE LAURENT**

Shareholding 26: **464382 SEED SHARES** shares held as at the date of this confirmation statement
Name: **STEPHANE KURGAN**

Shareholding 27: **464382 SEED SHARES** shares held as at the date of this confirmation statement
Name: **VISHAL GULATI**

Shareholding 28: **464382 SEED SHARES** shares held as at the date of this confirmation statement
Name: **TIM KENDALL**

Shareholding 29: **3391459 ORDINARY SHARES** shares held as at the date of this confirmation statement
Name: **KING'S COLLEGE LONDON**

Shareholding 30: **22667385 SERIES A SHARES** shares held as at the date of this confirmation statement
Name: **DAPHNI PURPLE FPCI**

Shareholding 31: **30223180 SERIES A SHARES** shares held as at the date of this confirmation statement
Name: **ACCOMPLICE FUND II, L.P.**

Shareholding 32: **188895 SERIES A SHARES** shares held as at the date of this confirmation statement
Name: **DANIEL WATERHOUSE**

Shareholding 33: **755580 SERIES A SHARES** shares held as at the date of this confirmation statement
Name: **DOMINIQUE VIDAL**

Shareholding 34: **15413822 SERIES A SHARES** shares held as at the date of this confirmation statement
Name: **TRANSFORMATIONAL HEALTHCARE (ZOE), LLC**

Shareholding 35: **2455633 SERIES A SHARES** shares held as at the date of this confirmation statement
Name: **AIR STREET CAPITAL I LP**

Shareholding 36: **75558 SERIES A SHARES** shares held as at the date of this
confirmation statement

Name: **CATHERINE ULRICH**

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