



Companies House

CS01 (ef)

Confirmation Statement

Company Name: **SoundCloud Limited**

Company Number: **06343600**



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Company Name: **SoundCloud Limited**

Company Number: **06343600**

Confirmation **21/12/2017**

Statement date:

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	419140
	ORDINARY	Aggregate nominal value:	4191.4
Currency:	EUR		

Prescribed particulars

THE A ORDINARY SHARES SHALL NOT ENTITLE THE HOLDERS OF THEM TO VOTE AT ANY GENERAL MEETING OF THE COMPANY OR TO RECEIVE AND VOTE ON WRITTEN RESOLUTIONS OF THE COMPANY. THE A ORDINARY SHARES HAVE ATTACHED TO THEM FULL DIVIDEND AND CAPITAL DISTRIBUTION RIGHTS, INCLUDING ON WINDING UP. THE A 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 (A) FIRST, IN PAYING 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 THIS ARTICLE 5 (B) OF THE ARTICLES); (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 THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE SERIES C-1 SHARES, A ORDINARY SHARES AND THE ORDINARY SHARES PRO RATA TO THE NUMBER OF SERIES C-1 SHARES, A ORDINARY SHARES OR ORDINARY SHARES HELD, RESPECTIVELY. "PREFERENCE AMOUNT" MEANS €3.6855 PER SHARE TOGETHER WITH A SUM EQUAL TO THE 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 THE 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 THE 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 THE ARREARS AND ANY DIVIDENDS ACCRUED DOWN TO THE RELEVANT DATE OF PAYMENT IN RESPECT OF EACH SERIES D SHARE HELD AND \$132.9261 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 E SHARE HELD, IN EACH CASE AS ADJUSTED FOR ANY STOCK SPLITS, COMBINATIONS 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.

Class of Shares:	ORDINARY	Number allotted	13447650496
Currency:	EUR	Aggregate nominal value:	134476504.96

Prescribed particulars

THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION RIGHTS, INCLUDING ON 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 (A) FIRST, IN PAYING 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 THIS ARTICLE 5 (B) OF THE ARTICLES); (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 THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE SERIES C-1 SHARES, A ORDINARY SHARES AND THE ORDINARY SHARES PRO RATA TO THE NUMBER OF SERIES C-1 SHARES, A ORDINARY SHARES OR ORDINARY SHARES HELD, RESPECTIVELY. "PREFERENCE

AMOUNT" MEANS €3.6855 PER SHARE TOGETHER WITH A SUM EQUAL TO THE 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 THE 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 THE 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 THE ARREARS AND ANY DIVIDENDS ACCRUED DOWN TO THE RELEVANT DATE OF PAYMENT IN RESPECT OF EACH SERIES D SHARE HELD AND \$132.9261 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 E SHARE HELD, IN EACH CASE AS ADJUSTED FOR ANY STOCK SPLITS, COMBINATIONS 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.

Class of Shares:	SERIES	Number allotted	678333
	A	Aggregate nominal value:	6783.33
Currency:	EUR		

Prescribed particulars

THE SERIES A SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION RIGHTS, INCLUDING ON 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 (A) FIRST, IN PAYING 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 THIS ARTICLE 5 (B) OF THE ARTICLES); (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 THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE SERIES C-1 SHARES, A ORDINARY SHARES AND THE ORDINARY SHARES PRO RATA TO THE NUMBER OF SERIES C-1 SHARES, A ORDINARY SHARES OR ORDINARY SHARES HELD, RESPECTIVELY. "PREFERENCE AMOUNT" MEANS €3.6855 PER SHARE TOGETHER WITH A SUM EQUAL TO THE 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 THE 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 THE 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 THE ARREARS AND ANY DIVIDENDS ACCRUED DOWN TO THE RELEVANT DATE OF PAYMENT IN RESPECT OF EACH SERIES D SHARE HELD AND \$132.9261 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 E SHARE HELD, IN EACH CASE AS ADJUSTED FOR ANY STOCK SPLITS, COMBINATIONS 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.

Class of Shares:	SERIES	Number allotted	818195
	B	Aggregate nominal value:	8181.95

Currency: **EUR**

Prescribed particulars

THE SERIES B SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION RIGHTS, INCLUDING ON 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 (A) FIRST, IN PAYING 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 THIS ARTICLE 5 (B) OF THE ARTICLES); (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 THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE SERIES C-1 SHARES, A ORDINARY SHARES AND THE ORDINARY SHARES PRO RATA TO THE NUMBER OF SERIES C-1 SHARES, A ORDINARY SHARES OR ORDINARY SHARES HELD, RESPECTIVELY. "PREFERENCE AMOUNT" MEANS €3.6855 PER SHARE TOGETHER WITH A SUM EQUAL TO THE 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 THE 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 THE 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 THE ARREARS AND ANY DIVIDENDS ACCRUED DOWN TO THE RELEVANT DATE OF PAYMENT IN RESPECT OF EACH SERIES D SHARE HELD AND \$132.9261 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 E SHARE HELD, IN EACH CASE AS ADJUSTED FOR ANY STOCK SPLITS, COMBINATIONS 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.

Class of Shares:	SERIES	Number allotted	341846
	C	Aggregate nominal value:	3418.46
Currency:	EUR		

Prescribed particulars

THE SERIES C SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION RIGHTS, INCLUDING ON 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 (A) FIRST, IN PAYING 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 THIS ARTICLE 5 (B) OF THE ARTICLES); (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 THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE SERIES C-1 SHARES, A ORDINARY SHARES AND THE ORDINARY SHARES PRO RATA TO THE NUMBER OF SERIES C-1 SHARES, A ORDINARY SHARES OR ORDINARY SHARES HELD, RESPECTIVELY. "PREFERENCE AMOUNT" MEANS €3.6855 PER SHARE TOGETHER WITH A SUM EQUAL TO THE 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 THE 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 THE 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 THE ARREARS AND ANY DIVIDENDS ACCRUED DOWN TO THE RELEVANT DATE OF PAYMENT IN RESPECT OF EACH SERIES D SHARE HELD AND \$132.9261 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 E SHARE HELD, IN EACH CASE AS ADJUSTED FOR ANY STOCK SPLITS, COMBINATIONS 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.

Class of Shares:	SERIES	Number allotted	42074
	C-1	Aggregate nominal value:	420.74
Currency:	EUR		

Prescribed particulars

THE SERIES C-1 SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION RIGHTS, INCLUDING ON 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 (A) FIRST, IN PAYING TO EACH OF THE SERIES E SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE 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 E SHAREHOLDERS PRO RATA TO THE AGGREGATE AMOUNTS OTHERWISE DUE TO THEM UNDER THIS ARTICLE 5 (A) OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE "ARTICLES")); (B) SECOND, IN PAYING 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 THIS ARTICLE 5 (B) OF THE ARTICLES); (C) THIRD, 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 (D) THE BALANCE OF

THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE SERIES C-1 SHARES, A ORDINARY SHARES AND THE ORDINARY SHARES PRO RATA TO THE NUMBER OF SERIES C-1 SHARES, A ORDINARY SHARES OR ORDINARY SHARES HELD, RESPECTIVELY. "PREFERENCE AMOUNT" MEANS €3.6855 PER SHARE TOGETHER WITH A SUM EQUAL TO THE 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 THE 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 THE 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 THE ARREARS AND ANY DIVIDENDS ACCRUED DOWN TO THE RELEVANT DATE OF PAYMENT IN RESPECT OF EACH SERIES D SHARE HELD AND \$132.9261 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 E SHARE HELD, IN EACH CASE AS ADJUSTED FOR ANY STOCK SPLITS, COMBINATIONS 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.

Class of Shares:	SERIES	Number allotted	474616
	D	Aggregate nominal value:	4746.16
Currency:	EUR		

Prescribed particulars

THE SERIES D SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION RIGHTS, INCLUDING ON 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 (A) FIRST, IN PAYING 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 THIS ARTICLE 5 (B) OF THE ARTICLES); (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 THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE SERIES C-1 SHARES, A ORDINARY SHARES AND THE ORDINARY SHARES PRO RATA TO THE NUMBER OF SERIES C-1 SHARES, A ORDINARY SHARES OR ORDINARY SHARES HELD, RESPECTIVELY. "PREFERENCE AMOUNT" MEANS €3.6855 PER SHARE TOGETHER WITH A SUM EQUAL TO THE 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 THE 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 THE 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 THE ARREARS AND ANY DIVIDENDS ACCRUED DOWN TO THE RELEVANT DATE OF PAYMENT IN RESPECT OF EACH SERIES D SHARE HELD AND \$132.9261 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 E SHARE HELD, IN EACH CASE AS ADJUSTED FOR ANY STOCK SPLITS, COMBINATIONS 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.

Class of Shares:	SERIES	Number allotted	724459
	E	Aggregate nominal value:	7244.59
Currency:	EUR		

Prescribed particulars

THE SERIES E SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION RIGHTS, INCLUDING ON WINDING UP. THE SERIES E 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 (A) FIRST, IN PAYING TO EACH OF THE SERIES E SHAREHOLDERS, IN PRIORITY TO ANY OTHER CLASSES OF SHARES, AN AMOUNT PER SHARE 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 E SHAREHOLDERS PRO RATA TO THE AGGREGATE AMOUNTS OTHERWISE DUE TO THEM UNDER THIS ARTICLE 5 (A) OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE "ARTICLES")); (B) SECOND, IN PAYING 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 THIS ARTICLE 5 (B) OF THE ARTICLES); (C) THIRD, 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 (D) THE BALANCE OF THE SURPLUS ASSETS SHALL BE DISTRIBUTED AMONG THE HOLDERS OF THE SERIES C-1 SHARES, A ORDINARY SHARES AND THE ORDINARY SHARES PRO RATA TO THE NUMBER OF SERIES C-1 SHARES, A ORDINARY SHARES OR ORDINARY SHARES HELD, RESPECTIVELY. "PREFERENCE AMOUNT" MEANS €3.6855 PER SHARE TOGETHER WITH A SUM EQUAL TO THE 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 THE 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 THE 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 THE ARREARS AND ANY DIVIDENDS ACCRUED DOWN TO THE RELEVANT DATE OF PAYMENT IN RESPECT OF EACH SERIES D SHARE HELD AND \$132.9261 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 E SHARE HELD, IN EACH CASE AS ADJUSTED FOR ANY STOCK SPLITS, COMBINATIONS 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.

Statement of Capital (Totals)

Currency:	EUR	Total number of shares:	13451149159
		Total aggregate nominal value:	134511491.59
		Total aggregate amount unpaid:	0

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: **134056 transferred on 2017-09-28**
0 A ORDINARY shares held as at the date of this confirmation statement
Name: **SONY MUSIC ENTERTAINMENT**
- Shareholding 2: **419140 A ORDINARY shares held as at the date of this confirmation statement**
Name: **SOUNDCLOUD HOLDINGS II LTD**
- Shareholding 3: **191472 transferred on 2017-09-28**
0 A ORDINARY shares held as at the date of this confirmation statement
Name: **UNIVERSAL MUSIC LEISURE LIMITED**
- Shareholding 4: **93612 transferred on 2017-09-28**
0 A ORDINARY shares held as at the date of this confirmation statement
Name: **WARNER MUSIC INC.**
- Shareholding 5: **364531 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **1000 MONKEYS CONSULTING GROUP GMBH**
- Shareholding 6: **157600 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **ABLETON AG**
- Shareholding 7: **13 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **DAVID ADAMS**
- Shareholding 8: **56700 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **ATLANTIC INTERNET GMBH**
- Shareholding 9: **53300 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **ATLANTIC VENTURES GMBH**
- Shareholding 10: **51 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **OLE BAHLMANN**

Shareholding 11: **8300 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **GERARD BEHLES**

Shareholding 12: **45 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **TOBIAS BIELOHLAWEK**

Shareholding 13: **10000 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **BIRD EQUITY**

Shareholding 14: **112700 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **BOURANI CAPITAL UG**

Shareholding 15: **541 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **PETER BOURGON**

Shareholding 16: **310 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **ANDREW CARVELL**

Shareholding 17: **151 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **JAYMESON CATSOUPHES**

Shareholding 18: **793 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **JIM COLGAN**

Shareholding 19: **375 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **BORIS DASKALOV**

Shareholding 20: **325 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **PHILIP MARK DEWINGS**

Shareholding 21: **381 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **DIMITAR DINCHEV**

Shareholding 22: **200 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **JEAN EDELSTEIN**

Shareholding 23: **137 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **MICHAEL EVENSEN**

Shareholding 24: **128 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **BENJAMIN FAWKES**

Shareholding 25: **1889 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **DAN GERBER**

Shareholding 26: **62 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **MARCO HAMERSMA**

Shareholding 27: **224 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **FREDERIC JAECKEL**

Shareholding 28: **28900 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **JAN BOHL GMBH**

Shareholding 29: **48 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **RENUKA KHOUSHARAEI**

Shareholding 30: **5 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **CLAUDIA KORNER**

Shareholding 31: **8900 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **TARIQ KRIM**

Shareholding 32: **27 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **LUKE LEIGHFIELD**

Shareholding 33: **74 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **VASIL LIUNCHEV**

Shareholding 34: **129 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **CHRISTIAN MILLER**

Shareholding 35: **32 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **TAIKI MURAYAMA**

Shareholding 36: **15000 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **NEWBORN CAPITAL HOLDING AG**

Shareholding 37: **149 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **PETKO NIKOLOV**

Shareholding 38: **86 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **LIZA PINCUS**

Shareholding 39: **812 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **GEORGI POPOV**

Shareholding 40: **85 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **KELL ROBINSON**

Shareholding 41: **8300 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **BERN ROGGENDORF**

Shareholding 42: **92 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **MOMCHIL RUSINOV**

Shareholding 43: **69 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **ANITA SEHAGIC**

Shareholding 44: **369 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **AMIR SHAIKH**

Shareholding 45: **91 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **BRIAN SHERMAN**

Shareholding 46: **13447650496 ORDINARY shares held as at the date of this confirmation statement**
Name: **SOUNDCLOUD HOLDINGS II LTD**

Shareholding 47: **1252698 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **SOUNDCLOUD HOLDINGS LLC**

Shareholding 48: **1544 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **TEWON SUH**

Shareholding 49: **264 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **EVAN TENENBAUM**

Shareholding 50: **5083 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **JEFFREY TOIG**

Shareholding 51: **788 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **NICHOLAS UNSWORTH**

Shareholding 52: **181 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **SYLVIA VERSANO**

Shareholding 53: **423 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **JULIUS VOLZ**

Shareholding 54: **14450 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **W.A.T.Z. VENTURES GMBH**

Shareholding 55: **456 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **KRISTINA WEISE**

Shareholding 56: **54 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **MELISSA WONG**

Shareholding 57: **397531 transferred on 2017-09-28**
0 ORDINARY shares held as at the date of this confirmation statement
Name: **WONKY GMBH**

Shareholding 58: **616666 transferred on 2017-09-28**
0 SERIES A shares held as at the date of this confirmation statement
Name: **DHCT II NOMINEES LIMITED**

Shareholding 59: **61667 transferred on 2017-09-28**
0 SERIES A shares held as at the date of this confirmation statement
Name: **OFFICERS NOMINEES LIMITED**

Shareholding 60: **678333 SERIES A shares held as at the date of this confirmation statement**
Name: **SOUNDCLOUD HOLDINGS II LTD**

Shareholding 61: **678333 transferred on 2017-09-28**
0 SERIES A shares held as at the date of this confirmation statement
Name: **SOUNDCLOUD HOLDINGS LLC**

Shareholding 62: **6665 transferred on 2017-09-28**
0 SERIES B shares held as at the date of this confirmation statement
Name: **A-GRADE INVESTMENTS, LLC**

Shareholding 63: **346079 transferred on 2017-09-28**
0 SERIES B shares held as at the date of this confirmation statement
Name: **INDEX VENTURES V (JERSEY), L.P.**

Shareholding 64: **2804 transferred on 2017-09-28**
0 SERIES B shares held as at the date of this confirmation statement
Name: **INDEX VENTURES V PARALLEL ENTREPRENEUR FUND (JERSEY), L.P.**

Shareholding 65: **818195 SERIES B shares held as at the date of this confirmation statement**
Name: **SOUNDCLOUD HOLDINGS II LTD**

Shareholding 66: **818195 transferred on 2017-09-28**
0 SERIES B shares held as at the date of this confirmation statement
Name: **SOUNDCLOUD HOLDINGS LLC**

Shareholding 67: **458231 transferred on 2017-09-28**
0 SERIES B shares held as at the date of this confirmation statement
Name: **UNION SQUARE VENTURES 2008, L.P.**

Shareholding 68: **4416 transferred on 2017-09-28**
0 SERIES B shares held as at the date of this confirmation statement
Name: **YUCCA (JERSEY) SLP**

Shareholding 69: **1373 transferred on 2017-09-28**
0 SERIES C shares held as at the date of this confirmation statement
Name: **GGV CAPITAL IV ENTREPRENEURS FUND L.P.**

Shareholding 70: **64731 transferred on 2017-09-28**
0 SERIES C shares held as at the date of this confirmation statement
Name: **GGV CAPITAL IV L.P.**

Shareholding 71: **44911 transferred on 2017-09-28**
0 SERIES C shares held as at the date of this confirmation statement
Name: **INDEX VENTURES V (JERSEY), L.P.**

Shareholding 72: **364 transferred on 2017-09-28**
0 SERIES C shares held as at the date of this confirmation statement
Name: **INDEX VENTURES V PARALLEL ENTREPRENEUR FUND (JERSEY),
L.P.**

Shareholding 73: **184071 transferred on 2017-09-28**
0 SERIES C shares held as at the date of this confirmation statement
Name: **KPCB HOLDINGS, INC.**

Shareholding 74: **341846 SERIES C shares held as at the date of this confirmation
statement**
Name: **SOUNDCLOUD HOLDINGS II LTD**

Shareholding 75: **341846 transferred on 2017-09-28**
0 SERIES C shares held as at the date of this confirmation statement
Name: **SOUNDCLOUD HOLDINGS LLC**

Shareholding 76: **45823 transferred on 2017-09-28**
0 SERIES C shares held as at the date of this confirmation statement
Name: **UNION SQUARE VENTURES 2008, L.P.**

Shareholding 77: **573 transferred on 2017-09-28**
0 SERIES C shares held as at the date of this confirmation statement
Name: **YUCCA (JERSEY) SLP**

Shareholding 78: **4838 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **JOHN ALEXANDER**

Shareholding 79: **755 SERIES C-1 shares held as at the date of this confirmation
statement**
Name: **BARTELS HOLDINGS LCC**

Shareholding 80: **389 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **CHRISTOPHER S BARTELS**

Shareholding 81: **389 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **KATHERINE BARTELS**

Shareholding 82: **648 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **KENNETH G. BARTELS**

Shareholding 83: **755 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **PHILIP H BARTELS**

Shareholding 84: **798 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **BARTRIP REALTY LP**

Shareholding 85: **106 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **JORGE BOONE**

Shareholding 86: **7690 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **CAYUGA VENTURE FUND III LP**

Shareholding 87: **11017 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **CAYUGA VENTURE FUND IV LP**

Shareholding 88: **323 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **THOMAS B COLBERT**

Shareholding 89: **4652 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **CVF III AUXILLARY FUND LP**

Shareholding 90: **1473 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **MATTHEW J DWYER**

Shareholding 91: **957 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **MATTHEW P DWYER**

Shareholding 92: **274 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **ENIAC VENTURES LP**

Shareholding 93: **76 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **JOHN FAY**

Shareholding 94: **2014 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **GREENGAGE LLC**

Shareholding 95: **37 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **MEMBRAIN LLC**

Shareholding 96: **3100 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **PARKER FAMILY LIMITED PARTNERSHIP**

Shareholding 97: **957 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **BRADFORD DE PEYSTER**

Shareholding 98: **755 transferred on 2017-07-29**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **PHILIP H BARTELS AND KENNETH G BARTELS, CO-TRUSTEES OF
THE HENRY E BARTELS AMENDED AND RESTATED REVOCABLE
TRUST INDENTURE**

Shareholding 99: **49 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **JESSICA AND DECKER ROLPH**

Shareholding 100: **302 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **ROBERT ROTHBERG**

Shareholding 101: **421 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **JUSTIN SMITHLINE**

Shareholding 102: **41319 SERIES C-1 shares held as at the date of this confirmation
statement**
Name: **SOUNDCLOUD HOLDINGS II LTD**

Shareholding 103: **41319 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **SOUNDCLOUD HOLDINGS LLC**

Shareholding 104: **54 transferred on 2017-09-28**
0 SERIES C-1 shares held as at the date of this confirmation statement
Name: **SHAZI VISRAM**

Shareholding 105: **1020 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **GGV CAPITAL IV ENTREPRENEURS FUND L.P.**

Shareholding 106: **48114 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **GGV CAPITAL IV L.P.**

Shareholding 107: **40818 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **INDEX VENTURES V (JERSEY), L.P.**

Shareholding 108: **331 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **INDEX VENTURES V PARALLEL ENTREPRENEUR FUND (JERSEY),
L.P.**

Shareholding 109: **98643 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **INSTITUTIONAL VENTURE PARTNERS XII, L.P.**

Shareholding 110: **164406 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **INSTITUTIONAL VENTURE PARTNERS XIV, L.P.**

Shareholding 111: **19217 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **KPCB HOLDINGS, INC.**

Shareholding 112: **2 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **SONY MUSIC ENTERTAINMENT**

Shareholding 113: **474616 SERIES D shares held as at the date of this confirmation
statement**
Name: **SOUNDCLOUD HOLDINGS II LTD**

Shareholding 114: **474616 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **SOUNDCLOUD HOLDINGS LLC**

Shareholding 115: **13102 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **TCG IV, LLC**

Shareholding 116: **6551 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **THE MARC R BENIOFF REVOCABLE TRUST U/A/D 12/3/2004**

Shareholding 117: **49134 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **UNION SQUARE VENTURES OPPORTUNITY FUND, L.P.**

Shareholding 118: **2 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **UNIVERSAL MUSIC LEISURE LIMITED**

Shareholding 119: **32755 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **WARNER MUSIC INC.**

Shareholding 120: **521 transferred on 2017-09-28**
0 SERIES D shares held as at the date of this confirmation statement
Name: **YUCCA (JERSEY) SLP**

Shareholding 121: **29979 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **DOUGHTY HANSON & CO TECHNOLOGY II LP**

Shareholding 122: **244 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **GGV CAPITAL IV ENTREPRENEURS FUND L.P.**

Shareholding 123: **11533 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **GGV CAPITAL IV L.P.**

Shareholding 124: **44763 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **INDEX VENTURES V (JERSEY), L.P.**

Shareholding 125: **362 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **INDEX VENTURES V PARALLEL ENTREPRENEUR FUND (JERSEY),
L.P.**

Shareholding 126: **10600 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **INSTITUTIONAL VENTURE PARTNERS XII, L.P.**

Shareholding 127: **17666 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **INSTITUTIONAL VENTURE PARTNERS XIV, L.P.**

Shareholding 128: **21190 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **KPCB HOLDINGS, INC.**

Shareholding 129: **2998 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **OFFICERS NOMINEES LIMITED**

Shareholding 130: **526608 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **SANDGROUSE HOLDINGS LLC**

Shareholding 131: **724459 SERIES E shares held as at the date of this confirmation statement**
Name: **SOUNDCLOUD HOLDINGS II LTD**

Shareholding 132: **724459 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **SOUNDCLOUD HOLDINGS LLC**

Shareholding 133: **57945 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **UNION SQUARE VENTURES OPPORTUNITY FUND, L.P.**

Shareholding 134: **571 transferred on 2017-09-28**
0 SERIES E shares held as at the date of this confirmation statement
Name: **YUCCA (JERSEY) SLP**

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