

AR01

Annual Return

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

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BLUEPRINT

OneWorld

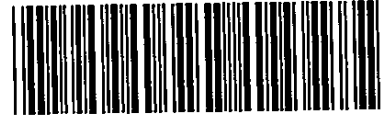
A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling
Please go to www.companieshouse.gov.uk

What this form is for
You may use this form to confirm
that the company information is
correct as at the date of this return.
You must file an Annual Return at
least once every year.

What this form is NOT for
You cannot use this form to
give notice of changes to the company
officers, registered office address,
company type or information
relating to the company records

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A23 18/10/2013 #190
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 0 7 3 8 6 3 5 0
Company name in full Deepmind Technologies Limited

⓪ **Company name change**
If your company has recently
changed its name, please provide
the company name as at the date of
this return

A1 Return date

Please give the annual return made up date. The return date must not be a future
date. The annual return must be delivered within 28 days of the date given below.
If you would like the company's made up date to be earlier than 1 October 2011,
please complete the AR01 appropriate for earlier made up dates

⓪ **Date of this return**
Your company's return date
is usually the anniversary of
incorporation or the anniversary
of the last annual return filed at
Companies House. You may choose
an earlier return date but it must not
be a later date

Date of this return ⓪ 2 3 0 9 2 0 1 3

A3 Principal business activity

Please show the trade classification code number(s) for the principal
activity or activities ⓪

⓪ **Principal business activity**
You must provide a trade
classification code (SIC code 2007)
or a description of your company's
main business in this section.
A full list of the trade classification
codes are available on our website
www.companieshouse.gov.uk

Classification code 1 7 2 1 9 0
Classification code 2
Classification code 3
Classification code 4

If you cannot determine a code, please give a brief description of your
business activity below

Principal activity
description

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Company type [ⓐ]

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

ⓐ 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

Registered office address [ⓐ]

Building name/number	Fountain House
Street	130 Fenchurch Street
Post town	London
County/Region	United Kingdom
Postcode	E C 3 M 5 D J

ⓐ Change of registered office

This must agree with the address that is held on the Companies House record at the date of this return

If the registered office address has changed, you should complete form AD01 and submit it together with this annual return

D2

Single alternative inspection location (SAIL) of the company records (if applicable) [ⓐ]

Building name/number	Mills & Reeve LLP
Street	1 St James Court
Post town	Norwich
County/Region	Norfolk
Postcode	N R 3 1 R U

ⓐ 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

A7

Location of company records [ⓐ]

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
- Directors' indemnities
- Register of secretaries
- 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

ⓐ 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

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 AD03 and submit it together with this annual return

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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

- For a secretary who is an individual, go to Section B1
- For a corporate secretary, go to Section C1
- For a director who is an individual, go to Section D1
- For a corporate director, go to Section E1

Continuation pages
Please use a continuation page
if you need to enter more officer
details

Secretary

B1 Secretary's details [ⓐ]

Please use this section to list all the secretaries of the company
For a corporate secretary, complete Section C1-C4

Title*	Mr
Full forename(s)	Mustafa
Surname	Suleyman
Former name(s) [ⓑ]	

ⓐ Secretary appointments
You may not use this form to
appoint a secretary. To do this,
please complete form AP03 and
submit it together with this annual
return

Corporate details
Please use Section C1-C4 to enter
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

ⓑ Former name(s)
Please provide any previous names
which have been used for business
purposes during the period of
this return. Married women do
not need to give former names
unless previously used for business
purposes

B2 Secretary's service address [ⓐ]

Building name/number	Fountain House
Street	130 Fenchurch Street
Post town	London
County/Region	
Postcode	E C 3 M 5 D J
Country	United Kingdom

ⓐ 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
public record

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Corporate secretary

C1	Corporate secretary's details ^⓪	
	Please use this section to list all the corporate secretaries of the company	⓪ 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 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 CH04. This information will appear on the public record.
Corporate body/firm name		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		

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 ^⓪	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	⓪ EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk ⓪ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Where the company/firm is registered ^⓪		
Registration number		

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	⓪ 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 that register.
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ^⓪		
If applicable, the registration number		

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Director

A4 Director's details ¹	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	
Title*	Mr
Full forename(s)	Demis
Surname	Hassabis
Former name(s) ²	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	^d 2 ^d 7 ^m 0 ^m 7 ^y 1 ^y 9 ^y 7 ^y 6
Business occupation (if any)	Neuroscientist

¹ Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director 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 CH01.

² Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

C4 Director's service address ³	
Building name/number	Fountain House
Street	130 Fenchurch Street
Post town	London
County/Region	
Postcode	E C 3 M 5 D J
Country	United Kingdom

³ 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 public record.

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Director**D1****Director's details** [ⓐ]Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	Mr
Full forename(s)	Shane
Surname	Legg
Former name(s) [ⓑ]	
Country/State of residence	United Kingdom
Nationality	New Zealander
Date of birth	^d 1 ^d 0 ^m 1 ^m 1 ^y 1 ^y 9 ^y 7 ^y 3
Business occupation (if any)	

ⓐ Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director 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 CH01.

ⓑ Former name(s)
Please provide any previous names which have been used for business purposes during the period of 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	Fountain House
Street	130 Fenchurch Street
Post town	London
County/Region	
Postcode	E C 3 M 5 D J
Country	United Kingdom

ⓐ 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 public record.

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Director

D1 Director's details [ⓐ]																	
Please use this section to list all the directors of the company. For a corporate director, complete Section E1-E4.																	
Title*	Mr																
Full forename(s)	Luke																
Surname	Nosek																
Former name(s) [ⓑ]																	
Country/State of residence	United States																
Nationality	American																
Date of birth	<table border="1"> <tr> <td>d</td><td>2</td><td>d</td><td>9</td> <td>m</td><td>0</td><td>m</td><td>6</td> <td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>7</td><td>y</td><td>5</td> </tr> </table>	d	2	d	9	m	0	m	6	y	1	y	9	y	7	y	5
d	2	d	9	m	0	m	6	y	1	y	9	y	7	y	5		
Business occupation (if any)	Venture Capitalist																

ⓐ Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director 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 CH01.

ⓑ Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

C1 Director's service address [ⓐ]									
Building name/number	One Letterman Drive								
Street	Building C, Suite 420								
Post town	San Francisco								
County/Region	California								
Postcode	<table border="1"> <tr> <td>9</td><td>4</td><td>1</td><td>2</td><td>9</td><td></td><td></td><td></td> </tr> </table>	9	4	1	2	9			
9	4	1	2	9					
Country	United States								

ⓐ 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 public record.

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Director

D1		Director's details [ⓐ]	
		Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr		
Full forename(s)	Mustafa		
Surname	Suleyman		
Former name(s) [ⓑ]			
Country/State of residence	United Kingdom		
Nationality	British		
Date of birth	d 3	d 0	m 0 m 8 y 1 y 9 y 8 y 4
Business occupation (if any)			

ⓐ Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director 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 CH01.

ⓑ Former name(s)
Please provide any previous names which have been used for business purposes during the period of 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	Fountain House		
Street	130 Fenchurch Street		
Post town	London		
County/Region			
Postcode	E	C	3 M 5 D J
Country	United Kingdom		

ⓐ 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 public record.

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Director

D1 Director's details ^①	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr
Full forename(s)	Bart Killen
Surname	Swanson
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	American
Date of birth	^d 1 ^d 5 ^m 0 ^m 4 ^y 1 ^y 9 ^y 5 ^y 3
Business occupation (if any)	Executive

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director 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 CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^③	
Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

③ 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 public record.

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Director

D1		Director's details ¹	
		Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*			
Full forename(s)	Jaan		
Surname	Tallinn		
Former name(s) ²			
Country/State of residence	Estonia		
Nationality	Estonian		
Date of birth	^d 1	^d 4	^m 0 ^m 2 ^y 1 ^y 9 ^y 7 ^y 2
Business occupation (if any)	Investor		

¹ Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director 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 CH01.

² Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2		Director's service address ¹	
Building name/number	Ambient Sound Investments Toompuiestee 33B		
Street			
Post town	Tallinn		
County/Region	10149		
Postcode			
Country	Estonia		

¹ 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 public record.

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Corporate director

E1

Corporate director's details ¹

Please use this section to list all the corporate director's of the company

Corporate body/firm name

Building name/number

Street

Post town

County/Region

Postcode

Country

1 Corporate director appointments
You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and submit it together with this annual return.

Corporate director 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 CH02.

This information will appear on the public record.

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 ²

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/firm is registered ²

Registration number

2 EEA
A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

3 This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

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.

Legal form of the corporate body or firm

Governing law

If applicable, where the company/firm is registered ³

If applicable, the registration number

3 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 that register.

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Part 3 Statement of capital

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 (£)

Please complete the table below to show each class of shares held in pound sterling.
If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
See attached schedule				£
				£
				£
				£
Totals				£

F2 Share capital in other currencies

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

Currency	Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
Totals					

Currency	Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
Totals					

F3 Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

Total aggregate nominal value
Please list total aggregate values in different currencies separately for example £100 + €100 + \$10 etc

Total number of shares

Total aggregate nominal value ⑤

② Including both the nominal value and any share premium

③ Number of shares Issued multiplied by nominal value of each share

Continuation Pages
Please use a Statement of Capital continuation page if necessary

④ Total number of Issued shares in this class

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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

£0 0001 Ordinary

Voting rights

Each Ordinary Share carries one vote

Class of share

£0 0001 Series A Preferred

Voting rights

See attached schedule

Class of share

£0 0001 Series B Preferred

Voting rights

See attached schedule

Class of share

£0 0001 Series C Preferred

Voting rights

See attached schedule

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F4

Statement of capital (Voting rights)

Class of share

£0 0001 Series A Preferred

Voting rights

1 Each Series A Preferred Share carries one vote for each Ordinary Share into which it may convert (see below) 2 Each Series A Preferred Share is convertible in certain circumstances into that number of Ordinary Shares determined by dividing the Original Purchase Price by the Conversion Price (The number of Ordinary Shares into which each Series A Preferred Share may be converted is hereinafter referred to as the "Conversion Rate") Upon any decrease or increase in the Conversion Price, as described below, the Conversion Rate for such shares shall be appropriately adjusted 3 In the event that the Company issues or is deemed to have issued certain additional Ordinary Shares without consideration or for a consideration per share less than the Conversion Price in effect on the date of and immediately prior to such issue, then, the Conversion Price shall be reduced, concurrently with such issue, to a price (calculated to the nearest £0 0001) determined by multiplying the Conversion Price by a fraction, the numerator of which shall be the number of Ordinary Shares in issue immediately prior to such issue plus the number of Ordinary Shares for which the aggregate consideration received by the Company for the total number of additional Ordinary Shares so issued would subscribe at such Conversion Price, and the denominator of which shall be the number of Ordinary Shares in issue immediately prior to such issue plus the number of such additional Ordinary Shares so issued Notwithstanding the foregoing, the Conversion Price shall not be reduced at such time if the amount of such reduction would be less than £0 01, but any such amount shall be carried forward, and a reduction will be made with respect to such amount at the time of, and together with, any subsequent reduction which, together with such amount and any other amounts so carried forward, equal £0 01 or more in the aggregate "Original Purchase Price" means £0 5714 per share (subject to adjustment in the event of any reorganisation of share capital) "Conversion Price" means £0 5714 per share (subject to adjustment in the event of any reorganisation of share capital)

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E1 Statement of capital (Voting rights)	
Class of share	£0 0001 Series B Preferred
Voting rights	<p>1 Each Series B Preferred Share carries one vote for each Ordinary Share into which it may convert (see below) 2 Each Series B Preferred Share shall be convertible in certain circumstances into that number of Ordinary Shares determined by dividing the Original Purchase Price by the Conversion Price (The number of Ordinary Shares into which each Series B Preferred Share may be converted is hereinafter referred to as the "Conversion Rate") Upon any decrease or increase in the Conversion Price, as described below, the Conversion Rate for such shares shall be appropriately adjusted 3 In the event that the Company issues or is deemed to have issued certain additional Ordinary Shares without consideration or for a consideration per share less than the Conversion Price in effect on the date of and immediately prior to such issue, then, the Conversion Price shall be reduced, concurrently with such issue, to a price (calculated to the nearest £0 0001) determined by multiplying the Conversion Price by a fraction, the numerator of which shall be the number of Ordinary Shares in issue immediately prior to such issue plus the number of Ordinary Shares for which the aggregate consideration received by the Company for the total number of additional Ordinary Shares so issued would subscribe at such Conversion Price, and the denominator of which shall be the number of Ordinary Shares in issue immediately prior to such issue plus the number of such additional Ordinary Shares so issued Notwithstanding the foregoing, the Conversion Price shall not be reduced at such time if the amount of such reduction would be less than £0 01, but any such amount shall be carried forward, and a reduction will be made with respect to such amount at the time of, and together with, any subsequent reduction which, together with such amount and any other amounts so carried forward, equal £0 01 or more in the aggregate "Original Purchase Price" means £3 54 per share (subject to adjustment in the event of any reorganisation of share capital) "Conversion Price" means £3 54 per share (subject to adjustment in the event of any reorganisation of share capital).</p>

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F4

Statement of capital (Voting rights)

Class of share	£0 0001 Series C Preferred
Voting rights	<p>1 Each Series C Preferred Share carries one vote for each Ordinary Share into which it may convert (see below 2 Each Series B Preferred Share shall be convertible in certain circumstances into that number of Ordinary Shares determined by dividing the Original Purchase Price by the Conversion Price (The number of Ordinary Shares into which each Series B Preferred Share may be converted is hereinafter referred to as the "Conversion Rate") Upon any decrease or increase in the Conversion Price, as described below, the Conversion Rate for such shares shall be appropriately adjusted 3 In the event that the Company issues or is deemed to have issued certain additional Ordinary Shares without consideration or for a consideration per share less than the Conversion Price in effect on the date of and immediately prior to such issue, then, the Conversion Price shall be reduced, concurrently with such issue, to a price (calculated to the nearest £0 0001) determined by multiplying the Conversion Price by a fraction, the numerator of which shall be the number of Ordinary Shares in issue immediately prior to such issue plus the number of Ordinary Shares for which the aggregate consideration received by the Company for the total number of additional Ordinary Shares so issued would subscribe at such Conversion Price, and the denominator of which shall be the number of Ordinary Shares in issue immediately prior to such issue plus the number of such additional Ordinary Shares so issued. Notwithstanding the foregoing, the Conversion Price shall not be reduced at such time if the amount of such reduction would be less than £0 01, but any such amount shall be carried forward, and a reduction will be made with respect to such amount at the time of, and together with, any subsequent reduction which, together with such amount and any other amounts so carried forward, equal £0 01 or more in the aggregate "Original Purchase Price" means £9 90 per share (subject to adjustment in the event of any reorganisation of share capital) "Conversion Price" means £9 90 per share (subject to adjustment in the event of any reorganisation of share capital).</p>

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Part 4

Shareholders

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

Question 1

Were any of the company's shares admitted to trading on a market at any time during this return period? Please tick the appropriate box below **1**

No go to **Section G2** 'Past and present shareholders'

Yes go to **Question 2**.

Question 2

Please only refer to **Question 2** below if you have answered 'Yes' to **Question 1**. If you answered 'No', please go to **Section G2** 'Past and present shareholders'

Did the company, throughout the return period, have any shares admitted to trading on a relevant market and was it, throughout the return period, an issuer to which DTR5 applies?(3) Please tick the appropriate box below **2**

No go to **Section G4** 'Shareholders who hold at least 5% of any class of shares of the company as at the made up date of the return'

Yes go to **Part 5 (Signature)**

1 A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognised investment exchanges and regulated markets can be found at www.fsa.gov.uk/register/exchanges.do

2 DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Services Authority. Notification is required when the percentage acquisition of shareholder in the company has reached a certain threshold (starting at 3%)

G2

List of past and present shareholders **3**

The company is required to provide a full list of past and present shareholders if one was not included with either of the last two returns. Please tick the 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 box below

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)**

3 This section only applies to companies answering 'No' in **Section G1**

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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 ①

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

① 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

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock		Date of registration of transfer
		currently held	transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	
Jay Patel	£0 0001 Series B Preferred	0	28,249	22 / 02 / 2013
Simul Investments Inc	£0 0001 Series B Preferred	0	564,972	21 / 02 / 2013
Atulkumar Patel & Sanjay Patel as trustees for The Ganish	£0 0001 Series B Preferred	28,249		/ /
Trust				/ /
Simul Investment Holdings Limited	£0 0001 Series B Preferred	564,972		/ /
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G3

List of past and present shareholders¹

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

¹ 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

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock		Date of registration of transfer
		currently held	transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	
Diana D'Aloisio	£0 0001 Series C Preferred	2,526		/ /
Deakin Enterprises Limited	£0 0001 Series C Preferred	545,455		/ /
Elon Musk Revocable Trust dated 7/22/2003	£0 0001 Series C Preferred	505,051		/ /
Goldcrest Investments LP	£0 0001 Series C Preferred	33,670		/ /
Gothic Corporation	£0 0001 Series C Preferred	44,365		/ /
Gothic ERP LLC	£0 0001 Series C Preferred	7,515		/ /
Gothic HSP Corporation	£0 0001 Series C Preferred	10,990		/ /
Killen LLC	£0 0001 Series C Preferred	5,051		/ /
Liberated LLC	£0.0001 Series C Preferred	3,334		/ /
Metaplanet Holdings OU	£0.0001 Series C Preferred	40,405		/ /
Puccini World Limited	£0 0001 Series C Preferred	363,637		/ /
Tao LLC	£0 0001 Series C Preferred	267,677		/ /

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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

^o Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
The Capital Partnership Group Limited	£0 0001 Series C Preferred	20,203		/ /
The Duke Endowment	£0 0001 Series C Preferred	17,939		/ /
The Founders Fund III Entrepreneurs Fund LP	£0 0001 Series C Preferred	4,031		/ /
The Founders Fund III LP	£0 0001 Series C Preferred	220,631		/ /
The Founders Fund III Principals Fund LP	£0 0001 Series C Preferred	78,369		/ /
The Founders Fund IV LP	£0 0001 Series C Preferred	229,390		/ /
The Founders Fund IV Principals Fund LP	£0 0001 Series C Preferred	73,640		/ /
Valor VC, LLC	£0 0001 Series C Preferred	35,354		/ /
				/ /
				/ /
				/ /
				/ /

AR01

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

I am signing this form on behalf of the company

Signature

Signature


* PAUL BOONE FOR MILLS & REEVE LLP *

This form may be signed by ~~Director~~, ~~Secretary~~, ~~Person authorised~~, Charly commission receiver and manager, CIC manager, Judicial factor

❶ Societas Europaea
If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership

❷ Person authorised
Under either section 270 or 274 of the Companies Act 2006

AR01

Annual Return

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

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.

Contact name	Paul Boone
Company name	Mills & Reeve LLP (Paul Boone)
Address	1 St James Court
Post town	Norwich
County/Region	England and Wales
Postcode	N R 3 1 R U
Country	United Kingdom
DX	
Telephone	01603 693472

Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- That if the made up date of the return is any earlier than 1 October 2011, you must complete the appropriate form AR01
- The company name and number match the information held on the public Register
- You have completed your principal business activity
- You have not used this form to make changes to the registered office address
- You have not used this form to make changes to secretary and director details
- You have fully completed the Statement of capital (if applicable)
- You have signed the form
- You have enclosed the correct fee

Important information

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

How to pay

A fee of £40 is payable to Companies House in respect of an Annual Return.

Make cheques or postal orders payable to 'Companies House'

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

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