SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

3235-OMB Number: 0104

Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] MORRIS NIGEL W	Requirin (Month/D	2. Date of Event Requiring Statement Month/Day/Year) 09/22/2021 3. Issuer Name and Ticker or Trading Symbol <u>Remitly Global, Inc.</u> [RELY]						
(Last) (First) (Middle) C/O REMITLY GLOBAL, INC.			4. Relationship of Repor Issuer (Check all applicable)	ting Person(s)		5. If Amendment, Date of Original Filed (Month/Day/Year)		
1111 3RD AVE., 21ST FLOOR			X Director Officer (give title below)	10% Ow Other (si below)	0.10	Check Applicable	ndividual or Joint/Group Filing neck Applicable Line) Form filed by One Reporting	
(Street) SEATTLE WA 98101						 Person Form filed by More than One Reporting Person 		
(City) (State) (Zip)								
	Table I - No	on-Deriva	tive Securities Bene	eficially Ov	vned			
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Inst 4)	tr. 3. Owne Form: D (D) or In (I) (Instr.	irect Ownership (Instr. 5) direct			
Common Stock			345,000	I	B	y QED Fund II	, L. P . ⁽¹⁾	
(e			e Securities Benefic ants, options, conve					
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversio or Exercis	se Form:	6. Nature of Indirect Beneficial	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)	
Restricted Stock Units (RSUs)	(2)	08/12/2031	Common Stock	30,000	(3)	D		
Stock Option (right to buy)	(4)	04/24/2024	Common Stock	150,000	0.17	I	By QED Fund II, L.P. ⁽¹⁾	
Series A Preferred Stock	(5)	(5)	Common Stock	1,348,840	(5)	I	By QED Fund II, L.P. ⁽¹⁾	
Series B Preferred Stock	(5)	(5)	Common Stock	851,788	(5)	I	By QED Fund II, L.P. ⁽¹⁾	

Explanation of Responses:

1. These securities are held of record by QED Fund II, L.P. ("QED LP"), which is managed by QED Partners II, LLC ("QED LLC"). Nigel Morris, a director of the issuer, is the managing partner of QED LLC and may be deemed to have sole voting and dispositive control over the shares held by QED LP. Mr. Morris disclaims beneficial ownership of the shares held by QED LP, except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

2. The RSUs vest as to 1/16th of the total shares underlying the RSUs on November 25, 2021 and then 1/16th of the total shares vest on each February 25, May 25, August 25 and November 25 thereafter, with 100% of the total shares underlying the RSUs vested on August 25, 2025, subject to the reporting person's provision of service to the issuer on each vesting date.

3. Each RSU represents a contingent right to receive one (1) share of the issuer's Common Stock upon settlement.

4. The option is fully vested and exercisable.

5. Each share of the issuer's Series Seed, Series Seed Prime, Series A, Series B, Series C, Series D, Series E and Series F Preferred Stock will automatically convert into one (1) share of the issuer's Common Stock immediately upon the closing of the issuer's initial public offering, and has no expiration date.

Remarks:

EXHIBIT 24: POWER OF ATTORNEY

/s/ Saema Somalya as attorney-in-fact

09/22/2021

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints Saema Somalya, Kanika Chander, Laura Hammond and Michelle Steffin, and each of them, his/her true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as a representative of Remitly Global, Inc. (the "Company"), any and all Form 3, 4 or 5 reports required to be filed by the undersigned in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended ("Exchange Act"), and the rules thereunder with respect to transactions in securities of the Company;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 report and timely file such report with the U.S. Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in-fact on behalf of the undersigned, pursuant to this Power of Attorney, shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in her/his discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform each and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or her/his substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that no such attorney in-fact, in serving in such capacity at the request of the undersigned, is hereby assuming, nor is the Company hereby assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Form 3, 4 or 5 reports with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of August 24, 2021.

/s/ Nigel Morris Nigel Morris