1. Company details

Company number: 03845467
Company name in full: Oxford Gene Technology IP Limited

Filling in this form
Please complete in typescript or in bold black capitals
All fields are mandatory unless specified or indicated by *

2. Allotment dates

From Date: 1/1/16
To Date: 1/1/16

3. Shares allotted

Currency: GBP
Class of shares: Ordinary
Number of shares allotted: 14487
Nominal value of each share: 0.10
Amount paid (including share premium) on each share: 13.15
Amount (if any) unpaid (including share premium) on each share: 0.00

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted

Details of non-cash consideration
If a PLC, please attach valuation report (if appropriate)

Continuation page
Please use a continuation page if necessary

7/11/16
129 242
## Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up.

**Complete a separate table for each currency (if appropriate).** For example, add pound sterling in ‘Currency table A’ and Euros in ‘Currency table B’.

Please use a Statement of Capital continuation page if necessary.

<table>
<thead>
<tr>
<th>Currency</th>
<th>Class of shares</th>
<th>Number of shares</th>
<th>Aggregate nominal value (£, €, $, etc)</th>
<th>Total aggregate amount unpaid, if any (£, €, $, etc)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>GBP</strong></td>
<td>A Ordinary</td>
<td>400000</td>
<td>40,000.00</td>
<td></td>
</tr>
<tr>
<td></td>
<td>B Ordinary</td>
<td>14487</td>
<td>1,448.70</td>
<td></td>
</tr>
<tr>
<td><strong>Totals</strong></td>
<td></td>
<td><strong>414487</strong></td>
<td><strong>41,448.70</strong></td>
<td></td>
</tr>
</tbody>
</table>

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<td></td>
<td></td>
</tr>
<tr>
<td><strong>Totals</strong></td>
<td></td>
<td><strong>0</strong></td>
<td><strong>0.00</strong></td>
<td></td>
</tr>
</tbody>
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<td></td>
<td></td>
</tr>
<tr>
<td><strong>Totals</strong></td>
<td></td>
<td><strong>0</strong></td>
<td><strong>0.00</strong></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Total number of shares</th>
<th>Total aggregate nominal value (£, €, $, etc)</th>
<th>Total aggregate amount unpaid (£, €, $, etc)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>414487</strong></td>
<td><strong>£41,448.70</strong></td>
<td><strong>0</strong></td>
</tr>
</tbody>
</table>

1 Please list total aggregate values in different currencies separately. For example £100 + €100 + $10 etc.
### Statement of capital (prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in Section 4.

<table>
<thead>
<tr>
<th>Class of share</th>
<th>Prescribed particulars</th>
</tr>
</thead>
<tbody>
<tr>
<td>A Ordinary</td>
<td>Please see continuation sheet.</td>
</tr>
</tbody>
</table>

#### Prescribed particulars of rights attached to shares

- **a** particulars of any voting rights, including rights that arise only in certain circumstances,
- **b** particulars of any rights, as respects dividends, to participate in a distribution,
- **c** particulars of any rights, as respects capital, to participate in a distribution (excluding on winding up); and
- **d** whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder

A separate table must be used for each class of share.

**Continuation page**

Please use a Statement of Capital continuation page if necessary.

### Signature

I am signing this form on behalf of the company

**Signature**

[Signature]

This form may be signed by Director, Secretary, Person authorised, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

**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.

**Person authorised**

Under either section 270 or 274 of the Companies Act 2006.
<table>
<thead>
<tr>
<th>Class of share</th>
<th>A Ordinary</th>
</tr>
</thead>
<tbody>
<tr>
<td>Prescribed particulars</td>
<td>The 'A' Ordinary Shares have full voting rights and carry one vote per share. The 'A' Ordinary Shares have full rights, as respects dividends, to participate in a distribution (except one made on a winding up or following a sale of the Company's assets) On a return of assets on liquidation or the making of any other distribution on a winding up or following a sale of the Company's assets, the assets of the Company remaining after payment of its debts and liabilities and available for distribution to its members (Remaining Assets) shall be distributed as follows: (i) if the value of the Remaining Assets is less than £17.5 million (subject to adjustment in accordance with the Articles) (Hurdle Amount) then the Remaining Assets shall be distributed between the holders of the Shares so that the holders of the 'C' Ordinary Shares receive £1 in aggregate and the balance of the Remaining Assets are distributed to the holders of the 'A' Ordinary Shares and the holders of the 'B' Ordinary Shares, (ii) if the value of the Remaining Assets is equal to or more than the Hurdle Amount then the Remaining Assets shall be distributed pan passu between the holders of the 'A' Ordinary Shares, the holders of the 'B' Ordinary Shares and the holders of the 'C' Ordinary Shares. The 'A' Ordinary Shares are not redeemable.</td>
</tr>
<tr>
<td>Class of share</td>
<td>B Ordinary</td>
</tr>
<tr>
<td>----------------</td>
<td>------------</td>
</tr>
<tr>
<td>Prescribed particulars</td>
<td>The 'B' Ordinary Shares are non-voting except on a resolution to alter or abrogate any of the special rights attached to the 'B' Ordinary Shares when they carry one vote per share. The 'B' Ordinary Shares have full rights, as respects dividends, to participate in a distribution (except one made on a winding up or following a sale of the Company's assets). On a return of assets on liquidation or the making of any other distribution on a winding up or following a sale of the Company's assets, the assets of the Company remaining after payment of its debts and liabilities and available for distribution to its members (Remaining Assets) shall be distributed as follows: (i) if the value of the Remaining Assets is less than £17.5 million (subject to adjustment in accordance with the Articles) (Hurdle Amount) then the Remaining Assets shall be distributed between the holders of the Shares so that the holders of the 'C' Ordinary Shares receive £1 in aggregate and the balance of the Remaining Assets are distributed to the holders of the 'A' Ordinary Shares and the holders of the 'B' Ordinary Shares, (ii) if the value of the Remaining Assets is equal to or more than the Hurdle Amount then the Remaining Assets shall be distributed pari passu between the holders of the 'A' Ordinary Shares, the holders of the 'B' Ordinary Shares and the holders of the 'C' Ordinary Shares. The 'B' Ordinary Shares are not redeemable.</td>
</tr>
</tbody>
</table>
Return of allotment of shares

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

Company name: Penningtons Manches LLP

Address: da Vinci House, Basing View, Basingstoke, Hampshire, RG21 4EQ, UK

Postcode: RG21 4EQ

Country: UK

Telephone: +44 (0) 1256 407100

Important information

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

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

Checklist

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

☐ The company name and number match the information held on the public Register
☐ You have shown the date(s) of allotment in section 2
☐ You have completed all appropriate share details in section 3
☐ You have completed the relevant sections of the statement of capital
☐ You have signed the form

Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse
COMPANY NAME: OXFORD GENE TECHNOLOGY IP LIMITED

COMPANY NUMBER: 03845467

A second filed SH01 was registered on 08/12/2016