

Please complete in typescript,
or in bold black capitals.

Annual Return

254498/30.

CHFP010

Company Number

3548262

Company Name in full

Prolysis Limited

Date of this return

The information in this return is made up to

Day		Month		Year		
1	6	0	4	2	0	6

Date of next return

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Day		Month		Year		

Registered Office

Show here the address at the date of this return.

Begbroke Business and Science Park, Sandy Lane,

Yarnton

Any change of registered office **must** be notified on form 287.

Post town

Oxford

County / Region

UK Postcode

OX5 1PF

Principal business activities

Show trade classification code number(s) for the principal activity or activities.

7310

If the code number cannot be determined, give a brief description of principal activity.

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh



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COMPANIES HOUSE

545
01/08/2006

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

9400 Garsington Road, Oxford Business Park

Post town Oxford

County / Region Oxfordshire UK Postcode OX4 2HN

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state where it is kept.

Post town

County / Region UK Postcode

Company type

Public limited company

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

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Please tick the appropriate box

Company Secretary

(Please photocopy this area to provide details of joint secretaries).

* Voluntary details.

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Name

* Style / Title

Forename(s)

Surname

Address

Details of a new company secretary must be notified on form 288a.

Aldwych Secretaries Limited

6th Floor, Aldwych House, 81 Aldwych

Post town London

County / Region UK Postcode WC2B 4RP

Country

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name * Style / Title

Day Month Year
Date of birth 1 2 0 3 1 9 2 6

Forename(s) Landon Thomas

Surname Clay

Address 188 Old Street Road

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town Peterborough

County / Region New Hampshire UK Postcode 03458

Country USA Nationality American

Business occupation Investment Manager

* Voluntary details.

Name * Style / Title

Day Month Year
Date of birth 0 3 0 5 1 9 5 6

Forename(s) Jeffrey

Surname Errington

Address 105 Jack Straws Lane, Headington

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town Oxford

County / Region Oxfordshire UK Postcode OX3 0DW

Country Nationality British

Business occupation Professor

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name

* Style / Title

Day Month Year

Date of birth

2 6 0 8 1 9 5 6

Forename(s)

Jeffrey Scott

Surname

Garner

Address

152 Grove Street

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town

Westwood

County / Region

Massachusetts

UK Postcode

02090

Country

USA

Nationality

American

Business occupation

Investment Manager

* Voluntary details.

Name

* Style / Title

Dr

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

1 5 0 4 1 9 7 1

Forename(s)

Andrew David

Surname

Guisse

Address~~1 Blackwell Close~~ Bridleway Cottage

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Woodperry

Post town

Wigston

County / Region

~~Leicestershire~~ Oxfordshire

UK Postcode

~~LE18 3LN~~ OX33 1AH

Country

Nationality

British

Business occupation

Consultant

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name

* Style / Title

Day Month Year

Date of birth

1 1 0 3 1 9 5 3

Forename(s)

Steven

Surname

Ruston

Address

Wakehurst Court, Bunce Court Road

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town

Otterden

County / Region

Kent

UK Postcode

ME13 OBY

Country

Nationality

British

Business occupation

Chief Executive Officer

* Voluntary details.

Name

* Style / Title

Day Month Year

Date of birth

Forename(s)

Surname

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town

County / Region

UK Postcode

Country

Nationality

Business occupation

Issued share capital

Enter details of all the shares in issue at the date of this return.

Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
'A' Ordinary	26,802,680	£2,680.27
'B' Ordinary	19,432,496	£1,943.25
Ordinary	12,366,729	£1,236.67
Totals	58,601,905	5,860.19

List of past and present shareholders

(use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

There were no changes in the period

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on paper

in another format

A list of changes is enclosed

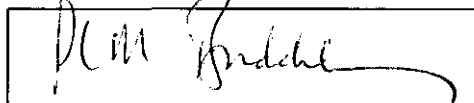
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A full list of shareholders is enclosed

☒☐**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed



Date

27th July 2006

† Please delete as appropriate.

† a director / secretary

Director
Aldwych Secretaries Limited

When you have signed the return send it with the fee to the Registrar of Companies.

Cheques should be made payable to Companies House.

This return includes

10

continuation sheets.

(enter number)

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Manches LLP, 9400 Garsington Road
Oxford Business Park, Oxford, OX4 2HW
Tel 01865 813607 (ref: RJH)

DX number _____ DX exchange _____

List of past and present shareholders Schedule to form 363a

CHFP010

Company Number | 3548262

Company Name in full | Prolysis Limited

- Changes 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 the company shareholders on:
 - The company's first annual return following the incorporation;
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order or provide an index
- List joint shareholders consecutively

Shareholders' details	Shares or amount of stock transferred (if appropriate)		
	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name Blake Enterprises LLC Address c/o Judith Rogers, PO Box 1081, Kennebunkport, USA UK postcode ME04046	£0.0001 'A' Ordinary Shares Held 335,384		
Name Clempson Trade & Investments Inc Address Trident Chambers, Wickhams Cay, Road Town, Tortola, British Virgin Islands UK postcode	£0.0001 'A' Ordinary Shares Held 279,485		
Name The Dean and Chapter of the Cathedral Church of Christ in Oxford of the Foundation of King Henry the Eighth Address Christ Church, Oxford UK postcode OX1 1DP	£0.0001 'A' Ordinary Shares Held 279,485		

Company Number 3548262

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Company Number 3548262

Continuation Page 3

CHFP010

List of past and present shareholders (Continued)

Company Number 3548262

Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
<p>Name Oxford Technology 3 Venture Capital Trust Plc</p> <p>Address The Magdalen Centre, Oxford Science Park, Oxford, Oxfordshire</p> <p>UK postcode <u>OX4 4 GA</u></p>	<p>£0.0001 'A' Ordinary</p> <p>Shares Held 419,228</p>	<p>Shares or amount of stock transferred (if appropriate)</p>	
<p>Name Mark Tughan</p> <p>Address 37 Boundary Drive, Moseley, Birmingham</p> <p>UK postcode <u>B13 8NY</u></p>	<p>£0.0001 'A' Ordinary</p> <p>Shares Held 279,485</p>		
<p>Name</p> <p>Address</p> <p>UK postcode <u></u></p>			
<p>Name</p> <p>Address</p> <p>UK postcode <u></u></p>			

List of past and present shareholders Schedule to form 363a

CHFP010

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- List joint shareholders consecutively

Shareholders' details	Shares or amount of stock transferred (if appropriate)		
	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name East Hill University Spinouts Fund IV, LP <hr/> Address John Hancock Tower, Suite 6000, 200 Clarendon Street, Boston, Massachusetts, 02116-5028, USA <hr/> UK postcode	£0.0001 'B' Ordinary Shares Held 5,300,930		
Name East Hill University Spinouts Fund III, LP <hr/> Address John Hancock Tower, Suite 6000, 200 Clarendon Street, Boston, Massachusetts, 02116-5028, USA <hr/> UK postcode	£0.0001 'B' Ordinary Shares Held 5,300,930		
Name East Hill University Spinouts Fund V, LP <hr/> Address 200 Clarendon Street, Suite 6000, Boston, Massachusetts, USA <hr/> UK postcode 02116 5028	£0.0001 'B' Ordinary Shares Held 3,750,000		

Company Number 3548262

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List of past and present shareholders Schedule to form 363a

CHFP010

Company Number

3548262

Company Name in full

Prolysis Limited

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- List joint shareholders consecutively

Shareholders' details	Shares or amount of stock transferred (if appropriate)		
	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name Blake Enterprises LLC Address c/o Judith Rogers, PO Box 1081, Kennebunkport, USA UK postcode ME04046	£0.0001 Ordinary Shares Held 838,300		
Name Jeffrey Errington Address 105 Jack Straws Lane, Headington, Oxford, Oxfordshire UK postcode OX3 0DW	£0.0001 Ordinary Shares Held 3,260,000		
Name Evotec OAI Limitd Address 151 Milton Park, Abingdon, Oxfordshire UK postcode OX14 4SD	£0.0001 Ordinary Shares Held 1,397,429		

Company Number 3548262

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List of past and present shareholders (Continued)

Company Number 3548262

Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Shares or amount of stock transferred (if appropriate) Date of registration of transfer
<p>Name Hazel Johnson</p> <p>Address 1 Crabtree Road, Oxford, Oxfordshire</p> <p>UK postcode <u>OX2 9DU</u></p>	<p>£0.0001 Ordinary</p> <p>Shares Held 46,600</p>		
<p>Name The Chancellor, Masters and Scholars of the University of Oxford</p> <p>Address University Offices, Wellington Square, Oxford</p> <p>UK postcode <u>OX1 2JD</u></p>	<p>£0.0001 Ordinary</p> <p>Shares Held 3,260,000</p>		
<p>Name Oxford Technology 2 Venture Capital Trust Plc</p> <p>Address The Magdalen Centre, Oxford Science Park, Oxford, Oxfordshire</p> <p>UK postcode <u>OX4 4 GA</u></p>	<p>£0.0001 Ordinary</p> <p>Shares Held 838,300</p>		
<p>Name Valerie Jane Rose</p> <p>Address 100 The Fairway, Banbury, Oxfordshire</p> <p>UK postcode <u></u></p>	<p>£0.0001 Ordinary</p> <p>Shares Held 34,300</p>		

Company Number 3548262

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