

363a

Please complete in typescript, or in bold black capitals.

Annual Return

CHFP000

Company number

04066289

Company name in full

Chroma Therapeutics Limited

Date of this return

The information in this return is made up to

Day Month Year

2 9 / 0 8 / 2 0 0 9

✓

Date of next return

If you wish to make your next return to a date earlier than the anniversary of this return please show that 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

93 Milton Park

Any change of registered office must be notified on form 287

Post town

Abingdon

County/Region

Oxfordshire

UK Postcode

O X 1 4 4 R Y

Principal business activities

7310

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

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

FRIDAY



A23

A1XMED6R

11/09/2009

256

COMPANIES HOUSE

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 or Wales

or

Companies House, 139 Fountainbridge, Edinburgh, EH3 9FF

DX ED235 Edinburgh 1
or LP-4 Edinburgh 2

For companies registered in Scotland

Register of members

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

Post town

County/Region

UK Postcode

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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 here where it is kept

Post town

County/Region

UK Postcode

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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

<input type="checkbox"/>
<input checked="" type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>

Please tick the appropriate box

Company Secretary

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

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

Name *Style/Title

Forename(s) Richard Edward

Surname Bungay

Address †† Chroma Therapeutics Ltd

93 Milton Park

Post town Abingdon

County/Region Oxfordshire

UK Postcode

O	X	1	4		4	R	Y
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Country UK

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.



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

Directors

Please list the directors in alphabetical order

* Voluntary details

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

Name *Style/Title

Details of new directors must be notified on form 288a

Day

Month

Year

Date of birth 0 3 / 0 3 / 1 9 5 6

Forename(s) Peter Vance

Surname Allen

Address †† Buckholm Mill



Post town Galashiels

County/Region Selkirkshire

UK Postcode T D 1 2 H B

Country UK

Nationality British

Business occupation Director ✓

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list the directors in alphabetical order

* Voluntary details

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

Name *Style/Title

Details of new directors must be notified on form 288a

Day

Month

Year

Date of birth 2 9 / 0 8 / 1 9 5 7

Forename(s) Timothy John

Surname Haines

Address †† 38 Jermyn Street



Post town London

County/Region

UK Postcode S W 1 Y 6 D N

Country UK

Nationality British

Business occupation Company Director ✓

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

(SEE CONTINUATION SHEETS 3, 4 & 5)

Issue 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)

Ordinary	1,557,200	£1,557.20
A ordinary	700,000	£700.00
B ordinary	450,000	£450.00
C ordinary	200,000	£200.00
Totals		

(SEE CONTINUATION SHEETS 1 & 2)

Traded public companies

A traded public company means a company any of whose shares are shares admitted to trading on a regulated market

Please tick this box if your company was a traded public company at any time during the period of this return

☐**List of past and present shareholders**

(use attached schedule where appropriate)

Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns.

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns.

Please tick the appropriate box below:

On paper

In another format

A full list of shareholders for a private or non-traded public company is enclosed. **Please complete Schedule A.**

☒☐

A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. **Please complete Schedule B.**

☐☐

A list containing shareholder changes is enclosed

☒☐

→ For private or non-traded public companies, **please complete Schedule A**

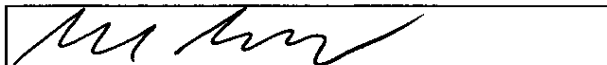
→ For traded public companies, **please complete Schedule B**

There were no shareholder changes in this period

☐**Certificate**

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

Signed



Date

10/9/09

* Please delete as appropriate

When you have signed the return, send it with the fee to the Registrar of Companies. Make cheques payable to Companies House.

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

*(director / secretary)

This return includes

7

continuation sheets

(enter number)

Richard Bungay

Chroma Therapeutics Ltd, 93 Milton Park, Abingdon, Oxon OX14 4RY

DX number

DX exchange

Issue 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)

E ordinary	190,000	£190.00
A preferred ordinary	1,766,874	£1,766.87
B preferred ordinary	10,629,340	£10,629.34
B-1 preferred ordinary	3,875,969	£3,875.96
Totals		

Traded public companies

A traded public company means a company any of whose shares are shares admitted to trading on a regulated market

Please tick this box if your company was a traded public company at any time during the period of this return

☐
List of past and present shareholders

(use attached schedule where appropriate)

Please tick the appropriate box below:

On paper

In another
format

Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns.

A full list of shareholders for a private or non-traded public company is enclosed. **Please complete Schedule A.**

☐
☐

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns.

A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. **Please complete Schedule B.**

☐
☐

A list containing shareholder changes is enclosed

☐
☐

→ For private or non-traded public companies, **please complete Schedule A**

→ For traded public companies, **please complete Schedule B**

There were no shareholder changes in this period

☐
Certificate

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

Signed

Date

* Please delete as appropriate

*(director / secretary)

When you have signed the return, send it with the fee to the Registrar of Companies. Make cheques payable to Companies House.

This return includes

☐

continuation sheets

(enter number)

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DX number DX exchange

Issue share capital

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

Class (e.g.
Ordinary/Preference)Number of shares
issuedAggregate Nominal
Value(i.e. Number of shares
issued multiplied by
nominal value per share, or
total amount of stock)

C preferred ordinary

22,058,823

£22,058.82

D preferred ordinary

8,571,428

£8,571.42

Totals

49,999,634

£49,999.61

Traded public companies

A traded public company means a company any of whose shares are shares admitted to trading on a regulated market

Please tick this box if your company was a traded public company at any time during the period of this return

☐**List of past and present shareholders**

(use attached schedule where appropriate)

Please tick the appropriate box below:

On paper

In another
format

Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns.

A full list of shareholders for a private or non-traded public company is enclosed. **Please complete Schedule A.**☐☐

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns.

A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. **Please complete Schedule B.**☐☐

A list containing shareholder changes is enclosed

☐☐→ For private or non-traded public companies, **please complete Schedule A**→ For traded public companies, **please complete Schedule B**

There were no shareholder changes in this period

☐**Certificate**

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

Signed**Date**

* Please delete as appropriate

*(director / secretary)

When you have signed the return, send it with the fee to the Registrar of Companies. Make cheques payable to Companies House.

This return includes

☐

continuation sheets

(enter number)

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DX number

DX exchange

Directors

Please list the directors in alphabetical order

* Voluntary details

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

Details of new directors must be notified on form 288a

Name *Style/Title

Day Month Year

Date of birth 0 2 / 0 6 / 1 9 4 7

Forename(s) Judith

Surname Hemberger

Address †† 2122 Uplands Circle

Post town Estes Park

County/Region 80517 Colorado

UK Postcode

Country USA

Nationality American

Business occupation Director/Executive

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list the directors in alphabetical order

* Voluntary details

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

Details of new directors must be notified on form 288a

Name *Style/Title

Day Month Year

Date of birth 2 5 / 0 8 / 1 9 6 0

Forename(s) Ian James

Surname Nicholson

Address †† Riverbank

High Street

Post town Long Wittenham

County/Region Oxfordshire

UK Postcode O X 1 4 4 Q H

Country UK

Nationality British

Business occupation Company Director

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list the directors in alphabetical order

* Voluntary details

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

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Name

*Style/Title

Dr

Day

Month

Year

Date of birth

0 9 / 0 8 / 1 9 6 1

Forename(s)

Steven John

Surname

Powell

Address ††

Clunch Cottage

Hillfoot, Cocking

Post town

Midhurst

County/Region

West Sussex

UK Postcode

G U 2 9 0 H R

Country

UK

Nationality

British

Business occupation

Director

Directors

Please list the directors in alphabetical order

* Voluntary details

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

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Name

*Style/Title

Day

Month

Year

Date of birth

2 5 / 0 8 / 1 9 5 9

Forename(s)

Petri Tapani

Surname

Vainio

Address ††

68 Eaton Square

Post town

London

County/Region

UK Postcode

S W 1 W 9 A R

Country

UK

Nationality

American/Finnish

Business occupation

Venture Capital Investor

Directors

Please list the directors in alphabetical order

* Voluntary details

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

Details of new directors must be notified on form 288a

Name *Style/Title

Day Month Year

Date of birth 2 9 / 0 1 / 1 9 6 2

Forename(s) Klaus

Surname Veitinger

Address †† 9819 N. Hilltop Lane

☐

Post town Mequon

County/Region WI 53092

UK Postcode

Country USA

Nationality German/American

Business occupation Consultant

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list the directors in alphabetical order

* Voluntary details

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

Details of new directors must be notified on form 288a

Name *Style/Title Prof.

Day Month Year

Date of birth 3 0 / 0 3 / 1 9 5 2

Forename(s) Paul

Surname Workman

Address †† Pinehurst

☐

Glebe Lane

Post town Abinger Common

County/Region Surrey

UK Postcode R H 5 6 J Q

Country UK

Nationality British

Business occupation Company Director

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

This must only be completed by private and public limited companies that have not traded on a regulated market

Schedule A for private or non-traded public companies List of past and present shareholders

(Please use a continuation sheet if required)

Company number

04066289

Company name in full

Chroma Therapeutics 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 company shareholders on:
 - The company's first annual return following 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

(SEE CONTINUATION SHEETS 6 & 7) Do not give shareholder address information

Shareholder's name only	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name ABINGWORTH BIOVENTURES III A LP -----	ORDINARY 426,700 A PREFERRED ORD 768,708 B PREFERRED ORD 2,398,656 C PREFERRED ORD 1,107,354 D PREFERRED ORD 627,244		
Name ABINGWORTH BIOVENTURES III B LP -----	ORDINARY 260,474 A PREFERRED ORD 469,249 B PREFERRED ORD 1,768,450 C PREFERRED ORD 675,971 D PREFERRED ORD 382,894		
Name ABINGWORTH BIOVENTURES III C LP -----	ORDINARY 156,026 A PREFERRED ORD 281,084 B PREFERRED ORD 1,055,914 C PREFERRED ORD 404,911 D PREFERRED ORD 229,356		
Name ABINGWORTH BIOVENTURES III EXECUTIVES LP -----	ORDINARY 6,800 A PREFERRED ORD 12,250 B PREFERRED ORD 46,192 C PREFERRED ORD 17,646 D PREFERRED ORD 9,995		
Name ALLEN, PETER VANCE -----	C ORDINARY 80,000		
Name ALLIS, DAVID -----	A ORDINARY 90,000 E ORDINARY 10,000		
Name BONE, ELISABETH ANN -----	A ORDINARY 40,000		
Name BREAKTHROUGH BREAST CANCER -----	B PREFERRED ORD 12,500		
Name CANCER RESEARCH TECHNOLOGY LTD -----	ORDINARY 375,000 A PREFERRED ORD 235,583 B PREFERRED ORD 43,803		

Schedule A
for private or non-traded public companies
 (continuation sheet)
List of past and present shareholders

Company number

04066289

Shareholder's name only	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	Date of registration of transfer
		Class and number of shares or amount of stock transferred	
Name CAMBRIDGE UNIVERSITY TECHNICAL SERVICES	ORDINARY 172,200		
Name DAVIDSON, ALAN HORNSBY	A ORDINARY 115,000 E ORDINARY 25,000		
Name DRUMMOND, ALAN HASTINGS	A ORDINARY 135,000 E ORDINARY 25,000		
Name ESSEX WOODLANDS HEALTH VENTURES FUND V	B-1 PREFERRED ORD 3,375,969 C PREFERRED ORD 1,411,766 D PREFERRED ORD 1,297,659		
Name GILDE EUROPE FOOD AND AGRI-BUSINESS FUND	B PREFERRED ORD 2,136,752 C PREFERRED ORD 3,068,235 D PREFERRED ORD 818,107		
Name HEMBERGER, JUDITH	C ORDINARY 40,000		
Name THE INSTITUTE OF CANCER RESEARCH	ORDINARY 110,000 B PREFERRED ORD 12,500		
Name KOUZARIDES, TONY	A ORDINARY 185,000 E ORDINARY 25,000		
Name NICHOLSON, IAN JAMES	B ORDINARY 450,000		
Name NOMURA PHASE 4 VENTURES LP	C PREFERRED ORD 8,823,529 D PREFERRED ORD 1,381,551		
Name PAREKH, RAJ	E ORDINARY 80,000		
Name UNIVERSITY OF VIRGINIA PATENT FOUNDATION	ORDINARY 50,000		

Schedule A

for private or non-traded public companies

(continuation sheet)

List of past and present shareholders

Company number

04066289

[illegible]