



Companies House

AR01 (ef)

Annual Return



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Company Name: **CHROMA THERAPEUTICS LIMITED**

Company Number: **04066289**

Date of this return: **29/08/2015**

SIC codes: **72110**

Company Type: **Private company limited by shares**

Situation of Registered Office: **93 INNOVATION DRIVE
MILTON PARK
ABINGDON
OXFORDSHIRE
UNITED KINGDOM
OX14 4RZ**

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **RICHARD EDWARD**

Surname: **BUNGAY**

Former names:

Service Address: **CHROMA THERAPEUTICS LIMITED
93 MILTON PARK
ABINGDON
OXFORDSHIRE
OX14 4RY**

Company Director **1**

Type: **Person**
Full forename(s): **RICHARD EDWARD**

Surname: **BUNGAY**

Former names:

Service Address: **93 MILTON PARK**
 ABINGDON
 OXFORDSHIRE
 OX14 4RY

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/08/1969** *Nationality:* **BRITISH**
Occupation: **FINANCE DIRECTOR**

Company Director 2

Type: **Person**
Full forename(s): **TIMOTHY JOHN**

Surname: **HAINES**

Former names:

Service Address: **38 JERMYN STREET
LONDON
SW1Y 6DN**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/08/1957** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Company Director 3

Type: **Person**
Full forename(s): **DR STEVEN JOHN**

Surname: **POWELL**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/08/1961** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

Company Director 4

Type: **Person**

Full forename(s): **TOBY**

Surname: **SYKES**

Former names:

Service Address: **BERKELEY SQUARE HOUSE BERKELEY SQUARE
LONDON
UNITED KINGDOM
W1J 6BR**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/09/1970**

Nationality: **BRITISH**

Occupation: **PRINCIPAL**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	1557200
		<i>Aggregate nominal value</i>	1557.2
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.001
		<i>Amount unpaid per share</i>	0
<i>Prescribed particulars</i>			
ONE VOTE PER SHARE			

Class of shares	ORDINARY A	<i>Number allotted</i>	700000
		<i>Aggregate nominal value</i>	700
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.001
		<i>Amount unpaid per share</i>	0
<i>Prescribed particulars</i>			
ONE VOTE PER SHARE			

Class of shares	ORDINARY B	<i>Number allotted</i>	450000
		<i>Aggregate nominal value</i>	450
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0
<i>Prescribed particulars</i>			
ONE VOTE PER SHARE			

Class of shares	ORDINARY C	<i>Number allotted</i>	200000
		<i>Aggregate nominal value</i>	200
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.001
		<i>Amount unpaid per share</i>	0
<i>Prescribed particulars</i>			
ONE VOTE PER SHARE			

Class of shares	A PREF	<i>Number allotted</i>	1766874
		<i>Aggregate nominal value</i>	1766.874
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ONE VOTE PER SHARE FIXED NON-CUMULATIVE DIVIDEND OF 7% ON THE SUBSCRIPTION PRICE, TO THE EXTENT THAT THE COMPANY HAS DISTRIBUTABLE RESERVES. EACH PREFERRED ORDINARY SHARE AUTOMATICALLY CONVERTS TO ONE ORDINARY SHARE UPON A LISTING OF THE COMPANY ON A RECOGNISED STOCK EXCHANGE. BECOME PARTICIPATING SHARES UPON A LIQUIDATION OR SALE OF THE COMPANY WHERE THE PROCEED ARE BELOW THE SUBSCRIPTION PRICE: THE DISTRIBUTION OF ANY PROCEEDS APPLIED FIRSTLY IN RETURNING THE CAPITAL SUBSCRIBED, WITH THE BALANCE (IF ANY) BEING DISTRIBUTED AMONGST THE ORDINARY AND PREFERRED ORDINARY SHAREHOLDERS AS IF A CONVERSION TO ORDINARY SHARES HAD TAKEN PLACE.

Class of shares	B PREF	<i>Number allotted</i>	10629340
		<i>Aggregate nominal value</i>	10629.34
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1.17
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ONE VOTE PER SHARE FIXED NON-CUMULATIVE DIVIDEND OF 8% ON THE SUBSCRIPTION PRICE, TO THE EXTENT THAT THE COMPANY HAS DISTRIBUTABLE RESERVES. EACH PREFERRED ORDINARY SHARE AUTOMATICALLY CONVERTS TO ONE ORDINARY SHARE UPON A LISTING OF THE COMPANY ON A RECOGNISED STOCK EXCHANGE. BECOME PARTICIPATING SHARES UPON A LIQUIDATION OR SALE OF THE COMPANY WHERE THE PROCEED ARE BELOW THE SUBSCRIPTION PRICE: THE DISTRIBUTION OF ANY PROCEEDS APPLIED FIRSTLY IN RETURNING THE CAPITAL SUBSCRIBED, WITH THE BALANCE (IF ANY) BEING DISTRIBUTED AMONGST THE ORDINARY AND PREFERRED ORDINARY SHAREHOLDERS AS IF A CONVERSION TO ORDINARY SHARES HAD TAKEN PLACE. ENTITLED TO A BONUS ISSUE OF SHARES IN THE EVENT THAT NEW SHARES ARE ISSUED FOR CONSIDERATION LESS THAN THE SUBSCRIPTION PRICE.

Class of shares	B-1 PREF	<i>Number allotted</i>	3875969
		<i>Aggregate nominal value</i>	3875.969
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1.29
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ONE VOTE PER SHARE FIXED NON-CUMULATIVE DIVIDEND OF 8% ON THE SUBSCRIPTION PRICE, TO THE EXTENT THAT THE COMPANY HAS DISTRIBUTABLE RESERVES. EACH PREFERRED ORDINARY SHARE AUTOMATICALLY CONVERTS TO ONE ORDINARY SHARE UPON A LISTING OF THE COMPANY ON A RECOGNISED STOCK EXCHANGE. BECOME PARTICIPATING SHARES UPON A LIQUIDATION OR SALE OF THE COMPANY WHERE THE PROCEED ARE BELOW THE SUBSCRIPTION PRICE: THE DISTRIBUTION OF ANY PROCEEDS APPLIED FIRSTLY IN RETURNING THE CAPITAL SUBSCRIBED, WITH THE BALANCE (IF ANY) BEING DISTRIBUTED AMONGST THE ORDINARY AND PREFERRED ORDINARY SHAREHOLDERS AS IF A CONVERSION TO ORDINARY SHARES HAD TAKEN PLACE. ENTITLED TO A BONUS ISSUE OF SHARES IN THE EVENT THAT NEW SHARES ARE ISSUED FOR CONSIDERATION LESS THAN THE SUBSCRIPTION PRICE.

Class of shares	C PREF	<i>Number allotted</i>	22058823
		<i>Aggregate nominal value</i>	22058.823
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1.36
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ONE VOTE PER SHARE FIXED NON-CUMULATIVE DIVIDEND OF 8% ON THE SUBSCRIPTION PRICE, TO THE EXTENT THAT THE COMPANY HAS DISTRIBUTABLE RESERVES. EACH PREFERRED ORDINARY SHARE AUTOMATICALLY CONVERTS TO ONE ORDINARY SHARE UPON A LISTING OF THE COMPANY ON A RECOGNISED STOCK EXCHANGE. BECOME PARTICIPATING SHARES UPON A LIQUIDATION OR SALE OF THE COMPANY WHERE THE PROCEED ARE BELOW THE SUBSCRIPTION PRICE: THE DISTRIBUTION OF ANY PROCEEDS APPLIED FIRSTLY IN RETURNING THE CAPITAL SUBSCRIBED, WITH THE BALANCE (IF ANY) BEING DISTRIBUTED AMONGST THE ORDINARY AND PREFERRED ORDINARY SHAREHOLDERS AS IF A CONVERSION TO ORDINARY SHARES HAD TAKEN PLACE. ENTITLED TO A BONUS ISSUE OF SHARES IN THE EVENT THAT NEW SHARES ARE ISSUED FOR CONSIDERATION LESS THAN THE SUBSCRIPTION PRICE.

Class of shares	D PREF	<i>Number allotted</i>	8571428
		<i>Aggregate nominal value</i>	8571.428
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1.75
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ONE VOTE PER SHARE FIXED NON-CUMULATIVE DIVIDEND OF 8% ON THE SUBSCRIPTION PRICE, TO THE EXTENT THAT THE COMPANY HAS DISTRIBUTABLE RESERVES. EACH PREFERRED ORDINARY SHARE AUTOMATICALLY CONVERTS TO ONE ORDINARY SHARE UPON A LISTING OF THE COMPANY ON A RECOGNISED STOCK EXCHANGE. BECOME PARTICIPATING SHARES UPON A LIQUIDATION OR SALE OF THE COMPANY WHERE THE PROCEED ARE BELOW THE SUBSCRIPTION PRICE: THE DISTRIBUTION OF ANY PROCEEDS APPLIED FIRSTLY IN RETURNING THE CAPITAL SUBSCRIBED, WITH THE BALANCE (IF ANY) BEING DISTRIBUTED AMONGST THE ORDINARY AND PREFERRED ORDINARY SHAREHOLDERS AS IF A CONVERSION TO ORDINARY SHARES HAD TAKEN PLACE. ENTITLED TO A BONUS ISSUE OF SHARES IN THE EVENT THAT NEW SHARES ARE ISSUED FOR CONSIDERATION LESS THAN THE SUBSCRIPTION PRICE.

Class of shares	E ORD	<i>Number allotted</i>	190000
		<i>Aggregate nominal value</i>	190
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.001
		<i>Amount unpaid per share</i>	0

Prescribed particulars

ONE VOTE PER SHARE

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	49999634
		<i>Total aggregate nominal value</i>	49999.634

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 29/08/2015 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for the company are shown below

<i>Shareholding 1</i> <i>Name:</i>	: 80000 ORDINARY C shares held as at the date of this return PETER ALLEN
<i>Shareholding 2</i> <i>Name:</i>	: 4411766 C PREF shares held as at the date of this return ESSEX WOODLANDS HEALTH VENTURES FUND VI LP
<i>Shareholding 3</i> <i>Name:</i>	: 450000 ORDINARY B shares held as at the date of this return IAN NICHOLSON
<i>Shareholding 4</i> <i>Name:</i>	: 8823529 C PREF shares held as at the date of this return NOMURA PHASE 4 VENTURES LP
<i>Shareholding 5</i> <i>Name:</i>	: 1107354 C PREF shares held as at the date of this return ABINGWORTH BIOVENTURES III A LP
<i>Shareholding 6</i> <i>Name:</i>	: 3088235 C PREF shares held as at the date of this return GILDE EUROPE FOOD AND AGRIBUSINESS FUND BV
<i>Shareholding 7</i> <i>Name:</i>	: 12500 B PREF shares held as at the date of this return BREAKTHROUGH BREAST CANCER
<i>Shareholding 8</i> <i>Name:</i>	: 3875969 B-1 PREF shares held as at the date of this return ESSEX WOODLANDS HEALTH VENTURES FUND VI LP
<i>Shareholding 9</i> <i>Name:</i>	: 675971 C PREF shares held as at the date of this return ABINGWORTH BIOVENTURES III B LP
<i>Shareholding 10</i> <i>Name:</i>	: 404911 C PREF shares held as at the date of this return ABINGWORTH BIOVENTURES III C LP
<i>Shareholding 11</i> <i>Name:</i>	: 3529411 C PREF shares held as at the date of this return THE WELLCOME TRUST LIMITED
<i>Shareholding 12</i> <i>Name:</i>	: 12500 B PREF shares held as at the date of this return THE INSTITUTE OF CANCER RESEARCH
<i>Shareholding 13</i>	: 17646 C PREF shares held as at the date of this return

Name: ABINGWORTH BIOVENTURES III EXECUTIVES LP

Shareholding 14 : 235583 A PREF shares held as at the date of this return
Name: CANCER RESEARCH TECHNOLOGY

Shareholding 15 : 43803 B PREF shares held as at the date of this return
Name: CANCER RESEARCH TECHNOLOGY

Shareholding 16 : 375000 ORDINARY shares held as at the date of this return
Name: CANCER RESEARCH TECHNOLOGY

Shareholding 17 : 172200 ORDINARY shares held as at the date of this return
Name: CAMBRIDGE UNIVERSITY TECHNICAL SERVICES

Shareholding 18 : 50000 ORDINARY shares held as at the date of this return
Name: UNIVERSITY OF VIRGINIA

Shareholding 19 : 281084 A PREF shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III C LP

Shareholding 20 : 1059914 B PREF shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III C LP

Shareholding 21 : 156026 ORDINARY shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III C LP

Shareholding 22 : 229356 D PREF shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III C LP

Shareholding 23 : 768708 A PREF shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III A LP

Shareholding 24 : 2898656 B PREF shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III A LP

Shareholding 25 : 627244 D PREF shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III A LP

Shareholding 26 : 426700 ORDINARY shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III A LP

Shareholding 27 : 469249 A PREF shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III B LP

Shareholding 28 : 1769450 B PREF shares held as at the date of this return

Name: ABINGWORTH BIOVENTURES III B LP

Shareholding 29 : 382894 D PREFERRED shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III B LP

Shareholding 30 : 260474 ORDINARY shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III B LP

Shareholding 31 : 12250 A PREFERRED shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III EXECUTIVES LP

Shareholding 32 : 46192 B PREFERRED shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III EXECUTIVES LP

Shareholding 33 : 9995 D PREFERRED shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III EXECUTIVES LP

Shareholding 34 : 6800 ORDINARY shares held as at the date of this return
Name: ABINGWORTH BIOVENTURES III EXECUTIVES LP

Shareholding 35 : 1297659 D PREFERRED shares held as at the date of this return
Name: ESSEX WOODLANDS HEALTH VENTURES FUND VI LP

Shareholding 36 : 2136752 B PREFERRED shares held as at the date of this return
Name: GILDE EUROPE FOOD AND AGRIBUSINESS FUND BV

Shareholding 37 : 818107 D PREFERRED shares held as at the date of this return
Name: GILDE EUROPE FOOD AND AGRIBUSINESS FUND BV

Shareholding 38 : 2857143 D PREFERRED shares held as at the date of this return
Name: GLAXO GROUP LIMITED

Shareholding 39 : 1381551 D PREFERRED shares held as at the date of this return
Name: NOMURA PHASE 4 VENTURES LP

Shareholding 40 : 2649573 B PREFERRED shares held as at the date of this return
Name: THE WELLCOME TRUST LIMITED

Shareholding 41 : 967479 D PREFERRED shares held as at the date of this return
Name: THE WELLCOME TRUST LIMITED

Shareholding 42 : 110000 ORDINARY shares held as at the date of this return
Name: THE INSTITUTE OF CANCER RESEARCH

Shareholding 43 : 185000 ORDINARY A shares held as at the date of this return

Name: TONY KOUZARIDES

Shareholding 44 : 25000 E ORD shares held as at the date of this return
Name: TONY KOUZARIDES

Shareholding 45 : 115000 ORDINARY A shares held as at the date of this return
Name: PAUL WORKMAN

Shareholding 46 : 25000 E ORD shares held as at the date of this return
Name: PAUL WORKMAN

Shareholding 47 : 90000 ORDINARY A shares held as at the date of this return
Name: DAVID ALLIS

Shareholding 48 : 10000 E ORD shares held as at the date of this return
Name: DAVID ALLIS

Shareholding 49 : 135000 ORDINARY A shares held as at the date of this return
Name: ALAN DRUMMOND

Shareholding 50 : 25000 E ORD shares held as at the date of this return
Name: ALAN DRUMMOND

Shareholding 51 : 115000 ORDINARY A shares held as at the date of this return
Name: ALAN DAVIDSON

Shareholding 52 : 25000 E ORD shares held as at the date of this return
Name: ALAN DAVIDSON

Shareholding 53 : 40000 ORDINARY A shares held as at the date of this return
Name: ELISABETH BONE

Shareholding 54 : 20000 ORDINARY A shares held as at the date of this return
Name: MIKE UWINS

Shareholding 55 : 80000 E ORD shares held as at the date of this return
Name: RAJ PAREKH

Shareholding 56 : 40000 ORDINARY C shares held as at the date of this return
Name: PETRI VAINIO

Shareholding 57 : 40000 ORDINARY C shares held as at the date of this return
Name: KLAUS VEITINGER

Shareholding 58 : 40000 ORDINARY C shares held as at the date of this return

Name: JUDITH HEMBERGER

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.