

SH01

Return of allotment of shares



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☒ **What this form is for**
You may use this form to give
notice of shares allotted following
incorporation.

☐ **What this form is NOT for**
You cannot use this form to
give notice of shares taken by s
on formation of the compar
for an allotment of a new c
shares by an unlimited com

WEDNESDAY



A06 *A6XCNKSP* 10/01/2018 #298
COMPANIES HOUSE

1 Company details

Company number 0 4 2 6 9 2 6 1
Company name in full RICHMOND PHARMACOLOGY LIMITED

Filing in this form
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

2 Allotment dates ①

From Date d d m m y y y y 3 1 1 2 2 0 1 7
To Date d d m m y y y y

① Allotment date
If all shares were allotted on the
same day enter that date in the
'from date' box. If shares were
allotted over a period of time,
complete both 'from date' and 'to
date' boxes.

3 Shares allotted

Please give details of the shares allotted, including bonus shares.
(Please use a continuation page if necessary.)

② Currency
If currency details are not
completed we will assume currency
is in pound sterling.

Currency ②	Class of shares (E.g. Ordinary/Preference etc.)	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
£ GBP	Preferred	1,500,000	1.00	1.00	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.

Continuation page
Please use a continuation page if
necessary.

Details of non-cash
consideration.

If a PLC, please attach
valuation report (if
appropriate)

Conversion of loan in principal amount of £1,500,000.

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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.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
£ GBP	Ordinary	167,143	8,357.15	
	Preferred	1,500,000	1,500,000	
Totals		1,667,143	1,508,357.15	0.00

Currency table B				
Totals				

Currency table C				
Totals				

Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ①	Total aggregate amount unpaid ①
		1667143	1508357.15	

① Please list total aggregate values in different currencies separately.
For example: £100 + € 100 + \$10 etc.

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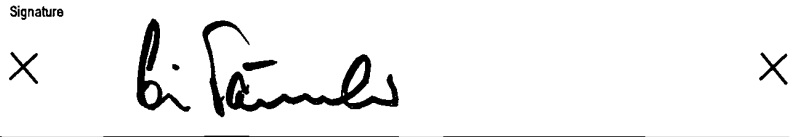
5

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 .		① Prescribed particulars of rights attached to shares The particulars are: 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 (including 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.
Class of share	ORDINARY	
Prescribed particulars ①	See continuation pages.	
Class of share	PREFERRED	
Prescribed particulars ①	See continuation pages.	
Class of share		
Prescribed particulars ①		

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Signature

I am signing this form on behalf of the company.		② 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. ③ Person authorised Under either section 270 or 274 of the Companies Act 2006.
Signature	Signature 	
This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.		

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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

Fox Williams LLP

Address

10 Finsbury Square

Post town

London

County/Region

Postcode

E C 2 A 1 A F

Country

DX

Telephone

020 7628 2000



Checklist

We may return 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 appropriate sections of the Statement of capital.
- ☐ You have signed the form.



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.



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

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	ORDINARY	
Prescribed particulars	VOTING	
	The holders of Ordinary Shares shall be entitled to vote on any resolution (whether at a general meeting or by written resolution).	
	DIVIDENDS	
	Dividends or distributions may be declared or paid in respect of the Ordinary Shares.	
	CAPITAL - LIQUIDATION	
	30.1. On a return of assets on a liquidation, the assets of the Company remaining after payment of its debts and liabilities and available for distribution to holders of Shares shall be applied in the following manner and order of priority:	
	30.1.1. first, in paying to the holders of the Preferred Shares the amounts respectively paid up or credited as paid up on them (including any share premium) and, if there is a shortfall of assets remaining to satisfy such payments in full, the proceeds shall be distributed to the holders of the Preferred Shares pro rata to the aggregate amounts due under this article to each such Preferred Share held;	
	30.1.2. secondly, in paying to the holders of the Ordinary Shares the amounts respectively paid up or credited as paid up on them (including any share premium), and, if there is a shortfall of assets remaining to satisfy such payments in full, the proceeds shall be distributed to the holders of the Ordinary Shares pro rata to the aggregate amounts due under this article to each such Ordinary Share held; and	
	30.1.3. thirdly, the balance (if any) shall be distributed between the holders of the Ordinary Shares (as if one and the same class) pro rata to the number of Ordinary Shares respectively held by them.	
	CAPITAL - EXIT	
	31.1. On a Share Sale, the Sale Proceeds shall be distributed in the order of priority set out in article 30.1. The Directors shall not register any transfer of Shares if the Sale Proceeds are not distributed in that manner (save in respect of any Shares not sold in connection with that Share Sale) provided that, if the Sale Proceeds are not settled in their entirety upon completion of the Share Sale:	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	ORDINARY (continued)	
Prescribed particulars	<p>31.1.1. the Directors may register the transfer of the relevant Shares, provided that the Sale Proceeds due on the date of completion of the Share Sale have been distributed in the order of priority set out in article 30.1; and</p> <p>31.1.2. each Shareholder shall take any action (to the extent lawful and within its control) required by the Directors to ensure that the balance of the Sale Proceeds are distributed in the order of priority set out in article 30.1.</p> <p>31.2. On a Disposal, the surplus assets of the Company remaining after payment of its liabilities shall be distributed (to the extent that the Company is lawfully permitted to do so) in the order of priority set out in article 30.1, provided always that if it is not lawful for the Company to distribute its surplus assets in accordance with the provisions of these Articles, each Shareholder shall (to the extent lawful and within its control) take any action required by the Directors (including, but without prejudice to the generality of this article 31.2, such action as may be necessary to put the Company into voluntary liquidation so that article 30.1 applies).</p> <p>REDEMPTION</p> <p>The Ordinary Shares are not redeemable or liable to be redeemed.</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	PREFERRED	
Prescribed particulars	<p>VOTING</p> <p>The holders of Preferred Shares shall not be entitled to vote on any resolution (whether at a general meeting or by written resolution).</p> <p>DIVIDENDS</p> <p>The holders of the Preferred Shares shall have no right to receive any dividend or other distribution.</p> <p>CAPITAL - LIQUIDATION</p> <p>30.1. On a return of assets on a liquidation, the assets of the Company remaining after payment of its debts and liabilities and available for distribution to holders of Shares shall be applied in the following manner and order of priority:</p> <p>30.1.1. first, in paying to the holders of the Preferred Shares the amounts respectively paid up or credited as paid up on them (including any share premium) and, if there is a shortfall of assets remaining to satisfy such payments in full, the proceeds shall be distributed to the holders of the Preferred Shares pro rata to the aggregate amounts due under this article to each such Preferred Share held;</p> <p>30.1.2. secondly, in paying to the holders of the Ordinary Shares the amounts respectively paid up or credited as paid up on them (including any share premium), and, if there is a shortfall of assets remaining to satisfy such payments in full, the proceeds shall be distributed to the holders of the Ordinary Shares pro rata to the aggregate amounts due under this article to each such Ordinary Share held; and</p> <p>30.1.3. thirdly, the balance (if any) shall be distributed between the holders of the Ordinary Shares (as if one and the same class) pro rata to the number of Ordinary Shares respectively held by them.</p>	

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5	Statement of capital (prescribed particulars of rights attached to shares)	
Class of share	PREFERRED (continued)	
Prescribed particulars	<p>CAPITAL - EXIT</p> <p>31.1. On a Share Sale, the Sale Proceeds shall be distributed in the order of priority set out in article 30.1. The Directors shall not register any transfer of Shares if the Sale Proceeds are not distributed in that manner (save in respect of any Shares not sold in connection with that Share Sale) provided that, if the Sale Proceeds are not settled in their entirety upon completion of the Share Sale:</p> <p>31.1.1. the Directors may register the transfer of the relevant Shares, provided that the Sale Proceeds due on the date of completion of the Share Sale have been distributed in the order of priority set out in article 30.1; and</p> <p>31.1.2. each Shareholder shall take any action (to the extent lawful and within its control) required by the Directors to ensure that the balance of the Sale Proceeds are distributed in the order of priority set out in article 30.1.</p> <p>31.2. On a Disposal, the surplus assets of the Company remaining after payment of its liabilities shall be distributed (to the extent that the Company is lawfully permitted to do so) in the order of priority set out in article 30.1, provided always that if it is not lawful for the Company to distribute its surplus assets in accordance with the provisions of these Articles, each Shareholder shall (to the extent lawful and within its control) take any action required by the Directors (including, but without prejudice to the generality of this article 31.2, such action as may be necessary to put the Company into voluntary liquidation so that article 30.1 applies).</p> <p>REDEMPTION</p> <p>All or some of the Preferred Shares may be redeemed at such time as the board may in its absolute discretion determine.</p>	