

**Return of Allotment of Shares**Company Name: **Oxford Nanopore Technologies plc**Company Number: **05386273**Received for filing in Electronic Format on the: **13/06/2022**

XB61RT57

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	16/05/2022	31/05/2022

Class of Shares:	ORDINARY	Number allotted	108566
Currency:	GBP	Nominal value of each share	0.0001
		Amount paid:	0.0001
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	CLASS	Number allotted	1
	A	Aggregate nominal value:	1
	LIMITED		
	ANTI-		
	TAKEOVER		
Currency:	GBP		
Prescribed particulars			

VOTING RIGHTS: THE HOLDER OF A CLASS A LIMITED ANTI-TAKEOVER SHARE (AN "A LAT SHARE") WILL HAVE THE RIGHT TO ATTEND AND SPEAK AT ANY GENERAL MEETING OF THE COMPANY. HOWEVER, NO A LAT SHARE WILL CARRY ANY VOTING RIGHTS (OTHER THAN IN RESPECT OF A SEPARATE CLASS MEETING OF THE LAT SHARES OR ANY CLASS OF THEM (AS A SEPARATE CLASS)), UNTIL A CHANGE OF CONTROL OF THE COMPANY (IN WHICH CASE THE ACTIVE LAT SHARE WILL CARRY THE VOTING RIGHTS SET OUT BELOW). RIGHTS UPON A CHANGE OF CONTROL: IMMEDIATELY ON A CHANGE OF CONTROL OF THE COMPANY, THE ACTIVE LAT SHARE WILL AUTOMATICALLY CARRY SUCH NUMBER OF VOTES ON ANY RESOLUTION PUT TO THE SHAREHOLDERS AT A GENERAL MEETING AS SHALL BE NECESSARY TO ENSURE THE EFFECTIVE PASSING OF SUCH SHAREHOLDER RESOLUTION IF THOSE VOTES ARE CAST BY THE HOLDER OF THE ACTIVE LAT SHARE IN FAVOUR OF, OR TO ENSURE THE DEFEAT OF, SUCH SHAREHOLDER RESOLUTION IF THOSE VOTES ARE CAST BY THE HOLDER OF THE ACTIVE LAT SHARE AGAINST SUCH SHAREHOLDER RESOLUTION. RIGHTS AS TO CAPITAL AND DIVIDENDS: NO A LAT SHARE WILL ENTITLE ANY HOLDER TO RECEIVE ANY DIVIDEND OR OTHER DISTRIBUTION OF THE COMPANY WHETHER OUT OF PROFITS OR ON THE WINDING-UP OF THE COMPANY OR OTHERWISE. PERMITTED TRANSFERS: A LAT SHARES ARE NOT CAPABLE OF TRANSFER (UNLESS PURSUANT TO A PURCHASE OR CANCELLATION BY THE COMPANY OF ANY LAT SHARES FOLLOWING THE SUNSET PERIOD (AS SET OUT BELOW)) AND THE BROADER TRANSFER PROVISIONS UNDER THE ARTICLES APPLICABLE TO THE ORDINARY SHARES WILL NOT APPLY. TERMINATION OF THE RIGHTS ATTACHING TO THE LAT SHARES: THE RIGHTS ATTRIBUTABLE TO AN A LAT SHARE WILL CEASE (AND THAT A LAT SHARE WILL BE CAPABLE OF BEING REPURCHASED OR CANCELLED BY THE COMPANY) ON THE EARLIER OF: (A) THE DATE FALLING THREE YEARS AFTER THE DATE OF THE ISSUE OF THAT A LAT SHARE; (B) THE TRANSFER OF THAT A LAT SHARE TO ANY PERSON; AND (C) A GS DISQUALIFYING EVENT, JW DISQUALIFYING EVENT OR CB DISQUALIFYING EVENT (AS RELEVANT). VARIATION OF RIGHTS: THE RIGHTS ATTACHED TO THE A LAT SHARES SHALL NOT BE CAPABLE OF BEING VARIED OR ABROGATED IN ANY RESPECT WHATSOEVER WITHOUT THE PRIOR WRITTEN CONSENT OF THE HOLDER OF EACH AFFECTED CLASS OF THE LAT SHARES. DEFINITIONS: THE ARTICLES PRESCRIBE THAT THE "ACTIVE LAT SHARE" SHALL BE DETERMINED AS FOLLOWS: THE ACTIVE LAT SHARE SHALL BE THE A LAT SHARE UNLESS, FOR ANY REASON, DR GORDON SANGHERA CEASES TO BE A DIRECTOR OR EMPLOYEE OF ANY COMPANY IN THE GROUP (INCLUDING BY REASON OF DEATH) OR IS GIVEN, OR GIVES, NOTICE OF THE SAME (A "GS DISQUALIFYING EVENT"); IF A GS DISQUALIFYING EVENT OCCURS, THEN THE ACTIVE LAT SHARE SHALL BE THE B LAT SHARE UNLESS, FOR ANY REASON, DR JAMES WILLCOCKS CEASES TO BE A

DIRECTOR OR EMPLOYEE OF ANY COMPANY IN THE GROUP (INCLUDING BY REASON OF DEATH) OR IS GIVEN, OR GIVES, NOTICE OF THE SAME (A "JW DISQUALIFYING EVENT"); IF A GS DISQUALIFYING EVENT AND A JW DISQUALIFYING EVENT HAS OCCURRED, THEN THE ACTIVE LAT SHARE SHALL BE THE C LAT SHARE UNLESS, FOR ANY REASON, CLIVE BROWN CEASES TO BE A DIRECTOR OR EMPLOYEE OF ANY COMPANY IN THE GROUP (INCLUDING BY REASON OF DEATH) OR IS GIVEN, OR GIVES, NOTICE OF THE SAME (A "CB DISQUALIFYING EVENT"); AND IF, AT ANY TIME, EACH OF A GS DISQUALIFYING EVENT, A JW DISQUALIFYING EVENT AND A CB DISQUALIFYING EVENT HAS OCCURRED THEN, FROM THE LAST OF THOSE EVENTS TO OCCUR, THERE SHALL NO LONGER BE ANY ACTIVE LAT SHARE.

Class of Shares:	CLASS	Number allotted	1
	B	Aggregate nominal value:	1
	LIMITED		
	ANTI-		
	TAKEOVER		
Currency:	GBP		
Prescribed particulars			

VOTING RIGHTS: THE HOLDER OF A CLASS B LIMITED ANTI-TAKEOVER SHARE (A "B LAT SHARE) WILL HAVE THE RIGHT TO ATTEND AND SPEAK AT ANY GENERAL MEETING OF THE COMPANY. HOWEVER, NO B LAT SHARE WILL CARRY ANY VOTING RIGHTS (OTHER THAN IN RESPECT OF A SEPARATE CLASS MEETING OF THE LAT SHARES OR ANY CLASS OF THEM (AS A SEPARATE CLASS)), UNTIL A CHANGE OF CONTROL OF THE COMPANY (IN WHICH CASE THE ACTIVE LAT SHARE WILL CARRY THE VOTING RIGHTS SET OUT BELOW). RIGHTS UPON A CHANGE OF CONTROL: IMMEDIATELY ON A CHANGE OF CONTROL OF THE COMPANY, THE ACTIVE LAT SHARE WILL AUTOMATICALLY CARRY SUCH NUMBER OF VOTES ON ANY RESOLUTION PUT TO THE SHAREHOLDERS AT A GENERAL MEETING AS SHALL BE NECESSARY TO ENSURE THE EFFECTIVE PASSING OF SUCH SHAREHOLDER RESOLUTION IF THOSE VOTES ARE CAST BY THE HOLDER OF THE ACTIVE LAT SHARE IN FAVOUR OF, OR TO ENSURE THE DEFEAT OF, SUCH SHAREHOLDER RESOLUTION IF THOSE VOTES ARE CAST BY THE HOLDER OF THE ACTIVE LAT SHARE AGAINST SUCH SHAREHOLDER RESOLUTION. RIGHTS AS TO CAPITAL AND DIVIDENDS: NO B LAT SHARE WILL ENTITLE ANY HOLDER TO RECEIVE ANY DIVIDEND OR OTHER DISTRIBUTION OF THE COMPANY WHETHER OUT OF PROFITS OR ON THE WINDING-UP OF THE COMPANY OR OTHERWISE. PERMITTED TRANSFERS: B LAT SHARES ARE NOT CAPABLE OF TRANSFER (UNLESS PURSUANT TO A PURCHASE OR CANCELLATION BY THE COMPANY OF ANY LAT SHARES FOLLOWING THE SUNSET PERIOD (AS SET OUT BELOW)) AND THE BROADER TRANSFER PROVISIONS UNDER THE ARTICLES APPLICABLE TO THE ORDINARY SHARES WILL NOT APPLY. TERMINATION OF THE RIGHTS ATTACHING TO THE LAT SHARES: THE RIGHTS ATTRIBUTABLE TO AN B LAT SHARE WILL CEASE (AND THAT B LAT SHARE WILL BE CAPABLE OF BEING REPURCHASED OR CANCELLED BY THE COMPANY) ON THE EARLIER OF: (A) THE DATE FALLING THREE YEARS AFTER THE DATE OF THE ISSUE OF THAT B LAT SHARE; (B) THE TRANSFER OF THAT B LAT SHARE TO ANY PERSON; AND (C) A GS DISQUALIFYING EVENT, JW DISQUALIFYING EVENT OR CB DISQUALIFYING EVENT (AS RELEVANT). VARIATION OF RIGHTS: THE RIGHTS ATTACHED TO THE B LAT SHARES SHALL NOT BE CAPABLE OF BEING VARIED OR ABROGATED IN ANY RESPECT WHATSOEVER WITHOUT THE PRIOR WRITTEN CONSENT OF THE HOLDER OF EACH AFFECTED CLASS OF THE LAT SHARES. DEFINITIONS: THE ARTICLES PRESCRIBE THAT THE "ACTIVE LAT SHARE" SHALL BE DETERMINED AS FOLLOWS: THE ACTIVE LAT SHARE SHALL BE THE A LAT SHARE UNLESS, FOR ANY REASON, DR GORDON SANGHERA CEASES TO BE A DIRECTOR OR EMPLOYEE OF ANY COMPANY IN THE GROUP (INCLUDING BY REASON OF DEATH) OR IS GIVEN, OR GIVES, NOTICE OF THE SAME (A "GS DISQUALIFYING EVENT"); IF A GS DISQUALIFYING EVENT OCCURS, THEN THE ACTIVE LAT SHARE SHALL BE THE B LAT SHARE UNLESS, FOR ANY REASON, DR JAMES WILLCOCKS CEASES TO BE A

DIRECTOR OR EMPLOYEE OF ANY COMPANY IN THE GROUP (INCLUDING BY REASON OF DEATH) OR IS GIVEN, OR GIVES, NOTICE OF THE SAME (A "JW DISQUALIFYING EVENT"); IF A GS DISQUALIFYING EVENT AND A JW DISQUALIFYING EVENT HAS OCCURRED, THEN THE ACTIVE LAT SHARE SHALL BE THE C LAT SHARE UNLESS, FOR ANY REASON, CLIVE BROWN CEASES TO BE A DIRECTOR OR EMPLOYEE OF ANY COMPANY IN THE GROUP (INCLUDING BY REASON OF DEATH) OR IS GIVEN, OR GIVES, NOTICE OF THE SAME (A "CB DISQUALIFYING EVENT"); AND IF, AT ANY TIME, EACH OF A GS DISQUALIFYING EVENT, A JW DISQUALIFYING EVENT AND A CB DISQUALIFYING EVENT HAS OCCURRED THEN, FROM THE LAST OF THOSE EVENTS TO OCCUR, THERE SHALL NO LONGER BE ANY ACTIVE LAT SHARE.

Class of Shares:	CLASS	Number allotted	1
	C	Aggregate nominal value:	1
	LIMITED		
	ANTI-		
	TAKEOVER		
Currency:	GBP		
Prescribed particulars			

VOTING RIGHTS: THE HOLDER OF A CLASS C LIMITED ANTI-TAKEOVER SHARE (A "C LAT SHARE") WILL HAVE THE RIGHT TO ATTEND AND SPEAK AT ANY GENERAL MEETING OF THE COMPANY. HOWEVER, NO C LAT SHARE WILL CARRY ANY VOTING RIGHTS (OTHER THAN IN RESPECT OF A SEPARATE CLASS MEETING OF THE LAT SHARES OR ANY CLASS OF THEM (AS A SEPARATE CLASS)), UNTIL A CHANGE OF CONTROL OF THE COMPANY (IN WHICH CASE THE ACTIVE LAT SHARE WILL CARRY THE VOTING RIGHTS SET OUT BELOW). RIGHTS UPON A CHANGE OF CONTROL: IMMEDIATELY ON A CHANGE OF CONTROL OF THE COMPANY, THE ACTIVE LAT SHARE WILL AUTOMATICALLY CARRY SUCH NUMBER OF VOTES ON ANY RESOLUTION PUT TO THE SHAREHOLDERS AT A GENERAL MEETING AS SHALL BE NECESSARY TO ENSURE THE EFFECTIVE PASSING OF SUCH SHAREHOLDER RESOLUTION IF THOSE VOTES ARE CAST BY THE HOLDER OF THE ACTIVE LAT SHARE IN FAVOUR OF, OR TO ENSURE THE DEFEAT OF, SUCH SHAREHOLDER RESOLUTION IF THOSE VOTES ARE CAST BY THE HOLDER OF THE ACTIVE LAT SHARE AGAINST SUCH SHAREHOLDER RESOLUTION. RIGHTS AS TO CAPITAL AND DIVIDENDS: NO C LAT SHARE WILL ENTITLE ANY HOLDER TO RECEIVE ANY DIVIDEND OR OTHER DISTRIBUTION OF THE COMPANY WHETHER OUT OF PROFITS OR ON THE WINDING-UP OF THE COMPANY OR OTHERWISE. PERMITTED TRANSFERS: C LAT SHARES ARE NOT CAPABLE OF TRANSFER (UNLESS PURSUANT TO A PURCHASE OR CANCELLATION BY THE COMPANY OF ANY LAT SHARES FOLLOWING THE SUNSET PERIOD (AS SET OUT BELOW)) AND THE BROADER TRANSFER PROVISIONS UNDER THE ARTICLES APPLICABLE TO THE ORDINARY SHARES WILL NOT APPLY. TERMINATION OF THE RIGHTS ATTACHING TO THE LAT SHARES: THE RIGHTS ATTRIBUTABLE TO AN C LAT SHARE WILL CEASE (AND THAT C LAT SHARE WILL BE CAPABLE OF BEING REPURCHASED OR CANCELLED BY THE COMPANY) ON THE EARLIER OF: (A) THE DATE FALLING THREE YEARS AFTER THE DATE OF THE ISSUE OF THAT C LAT SHARE; (B) THE TRANSFER OF THAT C LAT SHARE TO ANY PERSON; AND (C) A GS DISQUALIFYING EVENT, JW DISQUALIFYING EVENT OR CB DISQUALIFYING EVENT (AS RELEVANT). VARIATION OF RIGHTS: THE RIGHTS ATTACHED TO THE C LAT SHARES SHALL NOT BE CAPABLE OF BEING VARIED OR ABROGATED IN ANY RESPECT WHATSOEVER WITHOUT THE PRIOR WRITTEN CONSENT OF THE HOLDER OF EACH AFFECTED CLASS OF THE LAT SHARES. DEFINITIONS: THE ARTICLES PRESCRIBE THAT THE "ACTIVE LAT SHARE" SHALL BE DETERMINED AS FOLLOWS: THE ACTIVE LAT SHARE SHALL BE THE A LAT SHARE UNLESS, FOR ANY REASON, DR GORDON SANGHERA CEASES TO BE A DIRECTOR OR EMPLOYEE OF ANY COMPANY IN THE GROUP (INCLUDING BY REASON OF DEATH) OR IS GIVEN, OR GIVES, NOTICE OF THE SAME (A "GS DISQUALIFYING EVENT"); IF A GS DISQUALIFYING EVENT OCCURS, THEN THE ACTIVE LAT SHARE SHALL BE THE B LAT SHARE UNLESS, FOR ANY REASON, DR JAMES WILLCOCKS CEASES TO BE A

DIRECTOR OR EMPLOYEE OF ANY COMPANY IN THE GROUP (INCLUDING BY REASON OF DEATH) OR IS GIVEN, OR GIVES, NOTICE OF THE SAME (A "JW DISQUALIFYING EVENT"); IF A GS DISQUALIFYING EVENT AND A JW DISQUALIFYING EVENT HAS OCCURRED, THEN THE ACTIVE LAT SHARE SHALL BE THE C LAT SHARE UNLESS, FOR ANY REASON, CLIVE BROWN CEASES TO BE A DIRECTOR OR EMPLOYEE OF ANY COMPANY IN THE GROUP (INCLUDING BY REASON OF DEATH) OR IS GIVEN, OR GIVES, NOTICE OF THE SAME (A "CB DISQUALIFYING EVENT"); AND IF, AT ANY TIME, EACH OF A GS DISQUALIFYING EVENT, A JW DISQUALIFYING EVENT AND A CB DISQUALIFYING EVENT HAS OCCURRED THEN, FROM THE LAST OF THOSE EVENTS TO OCCUR, THERE SHALL NO LONGER BE ANY ACTIVE LAT SHARE.

Class of Shares:	ORDINARY	Number allotted	823124622
Currency:	GBP	Aggregate nominal value:	82312.4622

Prescribed particulars

THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	823124625
		Total aggregate nominal value:	82315.4622
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.