



Companies House

— for the record —

SH01 (ef)

Return of Allotment of Shares



X1E3RCVK

Company Name: EPSILON-3 BIO LIMITED

Company Number: 07289096

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Shares Allotted (including bonus shares)

*Date or period during which
shares are allotted*

From
15/12/2011

To
15/12/2011

Class of shares A PREFERRED

Number allotted 500000
*Nominal value of
each share* 0.01

Currency GBP

Amount paid 1.0
Amount unpaid 0.0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	448183
		<i>Aggregate nominal value</i>	4481.83
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0

Prescribed particulars

VOTING: EACH HOLDER OF ORDINARY SHARES SHALL BE ENTITLED TO RECEIVE NOTICE OF, AND TO ATTEND AND VOTE AT, GENERAL MEETINGS OF THE COMPANY, ON A SHOW OF HANDS EVERY HOLDER OF ORDINARY SHARES WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY SHALL HAVE ONE VOTE AND ON A POLL EVERY HOLDER OF ORDINARY SHARES SO PRESENT SHALL HAVE ONE VOTE FOR EACH ORDINARY SHARE HELD BY HIM. DIVIDENDS: THE ORDINARY SHAREHOLDERS SHALL BE ENTITLED TO PARTICIPATE IN DIVIDENDS PRO RATA TO THEIR HOLDING OF SHARES WHEN DECLARED AND PAID BY THE DIRECTORS, AND FOR THE AVOIDANCE OF DOUBT, THE ORDINARY SHARES AND THE 'A' PREFERRED SHARES SHALL RANK PARI PASSU AS REGARDS DIVIDENDS. CAPITAL PARTICIPATION: ON A LIQUIDATION EVENT OR SALE, THE ORDINARY SHAREHOLDERS SHALL, SUBJECT TO THE RIGHTS OF THE 'A' PREFERRED SHAREHOLDERS, BE ENTITLED TO BE PAID OUT OF THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES DISTRIBUTED ON A PRO RATA BASIS AMONG ALL ORDINARY SHAREHOLDERS ON AN AS CONVERTED BASIS. REDEMPTION: THE ORDINARY SHARES ARE NOT LIABLE TO BE REDEEMED.

Class of shares	A PREFERRED	<i>Number allotted</i>	507846
		<i>Aggregate nominal value</i>	5078.46
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

Prescribed particulars

VOTING: THE ‘A’ PREFERRED SHAREHOLDERS SHALL BE ENTITLED TO RECEIVE NOTICE OF, TO ATTEND AND TO VOTE AT, GENERAL MEETINGS OF THE COMPANY, EVERY ‘A’ PREFERRED SHAREHOLDER WHO (BEING AN INDIVIDUAL) IS PRESENT IN PERSON OR BY PROXY OR (BEING A CORPORATION) IS PRESENT BY A DULY AUTHORISED REPRESENTATIVE OR BY PROXY, SHALL HAVE ONE (OR MORE ON A CONVERTED BASIS) VOTE(S) ON A SHOW OF HANDS AND ON A POLL EVERY ‘A’ PREFERRED SHAREHOLDER SO PRESENT SHALL HAVE ONE VOTE FOR EACH ‘A’ PREFERRED SHARE HELD BY HIM. DIVIDENDS: THE ‘A’ PREFERRED SHAREHOLDERS SHALL BE ENTITLED TO PARTICIPATE IN DIVIDENDS PRO RATA TO THEIR HOLDINGS OF SHARES WHEN DECLARED AND PAID BY THE DIRECTORS, AND FOR THE AVOIDANCE OF DOUBT, THE ORDINARY SHARES AND THE ‘A’ PREFERRED SHARES SHALL RANK PARI PASSU AS REGARDS DIVIDENDS. CAPITAL PARTICIPATION: ON A LIQUIDATION EVENT OR A SALE, THE ‘A’ PREFERRED SHAREHOLDERS SHALL BE ENTITLED IN RESPECT OF EACH OF THEIR ‘A’ PREFERRED SHARES (IN PROPORTION TO THE NUMBER OF SUCH SHARES HELD BY EACH OF THEM) IN PRIORITY TO THE ORDINARY SHAREHOLDERS, TO BE PAID OUT OF THE SURPLUS ASSETS OF THE COMPANY OR PROCEEDS OF THE SALE REMAINING AFTER PAYMENT OF ITS LIABILITIES (THE “DISTRIBUTABLE PROCEEDS”) AN AMOUNT EQUAL TO THE GREATER OF: (A) THE SUBSCRIPTION PRICE FOR EACH OF THEIR ‘A’ PREFERRED SHARES, PLUS (I) ANY LOANS OR SIMILAR FUNDING REMAINING OUTSTANDING (TOGETHER WITH INTEREST ACCRUED THEREON), PLUS (II) ANY ‘DECLARED BUT UNPAID DIVIDENDS; OR (B) THE AMOUNT THAT THE ‘A’ PREFERRED SHAREHOLDERS WOULD RECEIVE ON AN AS CONVERTED BASIS IF ALL SHAREHOLDERS WERE TO RECEIVE A PRO RATA SHARE OF THE DISTRIBUTABLE PROCEEDS. REDEMPTION: THE ‘A’ PREFERRED SHARES ARE NOT LIABLE TO BE REDEEMED.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	956029
		<i>Total aggregate nominal value</i>	9560.29

Authorisation

Authenticated

This form was authorised by one of the following:

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