

SH01

Return of allotment of shares

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

✓ **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 on
formation of the company
for an allotment of a share
by an unlimited company

WEDNESDAY



A13 18/05/2016 #113
COMPANIES HOUSE

1 Company details

Company number 0 7 5 4 3 9 6 2
Company name in full Autifony Therapeutics 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 1 d 7 m 0 m 5 y 2 y 0 y 1 y 6
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

Class of shares (E.g. Ordinary/Preference etc.)	Currency ②	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
Ordinary Shares	GBP	30000	0.001	0.00	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)

SH01

Return of allotment of shares

Statement of capital

Section 4 (also Section 5 and Section 6, if appropriate) should reflect the company's issued capital at the date of this return

4

Statement of capital (Share capital in pound sterling (£))

Please complete the table below to show each class of shares held in pound sterling. If all your issued capital is in sterling, only complete Section 4 and then go to Section 7

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
see continuation sheet				£
				£
				£
				£
Totals				£

5

Statement of capital (Share capital in other currencies)

Please complete the table below to show any class of shares held in other currencies
Please complete a separate table for each currency

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

6

Statement of capital (Totals)

	Please give the total number of shares and total aggregate nominal value of issued share capital	④ Total aggregate nominal value Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc
Total number of shares	26896864	
Total aggregate nominal value ④	26,896.87	

① Including both the nominal value and any share premium

③ E.g. Number of shares issued multiplied by nominal value of each share

② Total number of issued shares in this class

Continuation Pages

Please use a Statement of Capital continuation page if necessary

SH01

Return of allotment of shares

7

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 statement of capital share tables in **Section 4** and **Section 5**

Class of share

Prescribed particulars

1

see continuation sheet

Class of share

Prescribed particulars

1

see continuation sheet

Class of share

Prescribed particulars

1

see continuation sheet

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 and any terms or conditions relating to redemption of these shares

A separate table must be used for each class of share

Continuation page

Please use a Statement of Capital continuation page if necessary

8

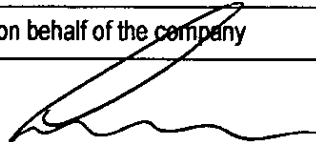
Signature

I am signing this form on behalf of the company

Signature

Signature

X



X

This form may be signed by
 Director 2, Secretary, Person authorised 3, Administrator, Administrative receiver,
 Receiver, Receiver manager, CIC manager

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

SH01

Return of allotment of shares



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 Amy Chilver

Company name OLSWANG LLP

Address 90 High Holborn

Post town London

Country/Region

Postcode W C 1 V 6 X X

Country

DX 37972 Kingsway

Telephone 020 7067 3000



Checklist

We may return the 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.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

Please complete the table below to show any class of shares held in other currencies. Please complete a separate table for each currency.

<p>1 Including both the nominal value and any share premium</p> <p>2 Total number of issued shares in this class</p>	<p>3 E.g. Number of shares issued multiplied by nominal value of each share</p>
--	---

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	SERIES A PREFERRED	
Prescribed particulars	VOTING RIGHTS	
	<p>Each Series A Preferred Share carries, on a poll, one vote per share. Such votes to be adjusted if necessary in accordance with an auditor's determination. The holders of Series A Preferred Shares also have the right to vote on a resolution of a show of hands at a meeting.</p>	
	DIVIDEND RIGHTS	
	<p>Except as set out below all dividends and other distributions shall be paid to all shareholders pro rata to the number of shares held by each shareholder (such number to be adjusted if necessary in accordance with an auditor's determination).</p>	
	<p>A cumulative fixed rate dividend of 8% per annum shall accrue on each Preferred Share from the date on which the share was first issued until the first to occur of a share sale or a qualified listing (the "Preferred Dividend").</p>	
	CAPITAL RIGHTS	
	<p>Unless dis-applied with the relevant consent on a distribution of capital by a business sale, a liquidation or otherwise, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p>	
	<ol style="list-style-type: none"> 1 first in paying the Holders of Preferred Shares an amount equal to the subscription price per Preferred Share together with a sum equal to any Arrears on such shares calculated down to and including the date of the return of capital and, if there is a shortfall of assets remaining to satisfy the entitlements of Holders of Preferred Shares, then in proportion to the amounts due to each such Share held, and 2 thereafter, in paying any balance remaining to the Holders of Ordinary Shares, A Ordinary Shares and Preferred Shares pro rata (such number to be adjusted if necessary in accordance with an auditor's determination) as if they constituted one and the same class 	

SH01 - continuation page

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	SERIES A PREFERRED	
Prescribed particulars	REDEMPTION RIGHTS The Series A Preferred Shares are not redeemable The rights attached to the Series A Preferred Shares are more particularly described in the articles of association of the Company	

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	A ORDINARY	
Prescribed particulars	VOTING RIGHTS	
	Each A Ordinary Share carries, on a poll, one vote per share. The holders of A Ordinary Shares also have the right to vote on a resolution of a show of hands at a meeting.	
	DIVIDEND RIGHTS	
	Except as set out below all dividends and other distributions shall be paid to all shareholders pro rata to the number of shares held by each shareholder (such number to be adjusted if necessary in accordance with an auditor's determination).	
	A cumulative fixed rate dividend of 8% per annum shall accrue on each Preferred Share from the date on which the share was first issued until the first to occur of a share sale or a qualified listing (the "Preferred Dividend").	
	CAPITAL RIGHTS	
	Unless dis-applied with the relevant consent on a distribution of capital by a business sale, a liquidation or otherwise, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:	
	<ol style="list-style-type: none"> 1 first in paying the Holders of Preferred Shares an amount equal to the subscription price per Preferred Share together with a sum equal to any Arrears on such shares calculated down to and including the date of the return of capital and, if there is a shortfall of assets remaining to satisfy the entitlements of Holders of Preferred Shares, then in proportion to the amounts due to each such Share held, and 2 thereafter, in paying any balance remaining to the Holders of Ordinary Shares, A Ordinary Shares and Preferred Shares pro rata (such number to be adjusted if necessary in accordance with an auditor's determination) as if they constituted one and the same class 	

SH01 - continuation page

Return of allotment of shares

7

Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	A ORDINARY	
Prescribed particulars	REDEMPTION RIGHTS The A Ordinary Shares are not redeemable The rights attached to the A Ordinary Shares are more particularly described in the articles of association of the Company	

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	ORDINARY	
Prescribed particulars	<p>VOTING RIGHTS</p> <p>Each Ordinary Share carries, on a poll, one vote per share. The holders of Ordinary Shares also have the right to vote on a resolution of a show of hands at a meeting.</p> <p>DIVIDEND RIGHTS</p> <p>Except as set out below all dividends and other distributions shall be paid to all shareholders pro rata to the number of shares held by each shareholder (such number to be adjusted if necessary in accordance with an auditor's determination).</p> <p>A cumulative fixed rate dividend of 8% per annum shall accrue on each Preferred Share from the date on which the share was first issued until the first to occur of a share sale or a qualified listing (the "Preferred Dividend").</p> <p>CAPITAL RIGHTS</p> <p>Unless dis-applied with the relevant consent on a distribution of capital by a business sale, a liquidation or otherwise, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p> <ol style="list-style-type: none"> 1. first in paying the Holders of Preferred Shares an amount equal to the subscription price per Preferred Share together with a sum equal to any Arrears on such shares calculated down to and including the date of the return of capital and, if there is a shortfall of assets remaining to satisfy the entitlements of Holders of Preferred Shares, then in proportion to the amounts due to each such Share held, and 2. thereafter, in paying any balance remaining to the Holders of Ordinary Shares, Ordinary Shares and Preferred Shares pro rata (such number to be adjusted if necessary in accordance with an auditor's determination) as if they constituted one and the same class. 	

SH01 - continuation page

Return of allotment of shares

7

Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	ORDINARY	
Prescribed particulars	REDEMPTION RIGHTS The Ordinary Shares are not redeemable The rights attached to the Ordinary Shares are more particularly described in the articles of association of the Company	

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	SERIES A-2 PREFERRED	
Prescribed particulars	<p>VOTING RIGHTS</p> <p>Each Series A-2 Preferred Share carries, on a poll, one vote per share. Such votes to be adjusted if necessary in accordance with an auditor's determination. The holders of Series A-2 Preferred Shares also have the right to vote on a resolution of a show of hands at a meeting.</p> <p>DIVIDEND RIGHTS</p> <p>Except as set out below all dividends and other distributions shall be paid to all shareholders pro rata to the number of shares held by each shareholder (such number to be adjusted if necessary in accordance with an auditor's determination).</p> <p>A cumulative fixed rate dividend of 8% per annum shall accrue on each Preferred Share from the date on which the share was first issued until the first to occur of a share sale or a qualified listing (the "Preferred Dividend")</p> <p>CAPITAL RIGHTS</p> <p>Unless dis-applied with the relevant consent on a distribution of capital by a business sale, a liquidation or otherwise, the surplus assets available after payment of the Company's liabilities shall be distributed as follows:</p> <ol style="list-style-type: none"> 1. first in paying the Holders of Preferred Shares an amount equal to the subscription price per Preferred Share together with a sum equal to any Arrears on such shares calculated down to and including the date of the return of capital and, if there is a shortfall of assets remaining to satisfy the entitlements of Holders of Preferred Shares, then in proportion to the amounts due to each such Share held, and 2. thereafter, in paying any balance remaining to the Holders of Ordinary Shares, A Ordinary Shares and Preferred Shares pro rata (such number to be adjusted if necessary in accordance with an auditor's determination) as if they constituted one and the same class. 	

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	SERIES A-2 PREFERRED	
Prescribed particulars	REDEMPTION RIGHTS	
	The Series A-2 Preferred Shares are not redeemable	
	The rights attached to the Series A-2 Preferred Shares are more particularly described in the articles of association of the Company	

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	SERIES A-2 (NV) PREFERRED	
Prescribed particulars	<p>VOTING RIGHTS</p> <p>The Series A-2 (NV) Preferred Shares do not carry the right to receive notice of, or to attend and vote at, any general meeting or sign any written resolution of the Company</p> <p>DIVIDEND RIGHTS</p> <p>Except as set out below all dividends and other distributions shall be paid to all shareholders pro rata to the number of shares held by each shareholder (such number to be adjusted if necessary in accordance with an auditor's determination)</p> <p>A cumulative fixed rate dividend of 8% per annum shall accrue on each Preferred Share from the date on which the share was first issued until the first to occur of a share sale or a qualified listing (the "Preferred Dividend")</p> <p>CAPITAL RIGHTS</p> <p>Unless dis-applied with the relevant consent on a distribution of capital by a business sale, a liquidation or otherwise, the surplus assets available after payment of the Company's liabilities shall be distributed as follows</p> <ol style="list-style-type: none"> 1 first in paying the Holders of Preferred Shares an amount equal to the subscription price per Preferred Share together with a sum equal to any Arrears on such shares calculated down to and including the date of the return of capital and, if there is a shortfall of assets remaining to satisfy the entitlements of Holders of Preferred Shares, then in proportion to the amounts due to each such Share held, and 2 thereafter, in paying any balance remaining to the Holders of Ordinary Shares, A Ordinary Shares and Preferred Shares pro rata (such number to be adjusted if necessary in accordance with an auditor's determination) as if they constituted one and the same class 	

SH01 - continuation page

Return of allotment of shares

7

Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	SERIES A-2 (NV) PREFERRED	
Prescribed particulars	REDEMPTION RIGHTS The Series A-2 (NV) Preferred Shares are not redeemable The rights attached to the Series A-2(NV) Preferred Shares are more particularly described in the articles of association of the Company	

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	SERIES A-3 PREFERRED	
Prescribed particulars	VOTING RIGHTS	
	<p>Each Series A-3 Preferred Share carries, on a poll, one vote per share. Such votes to be adjusted if necessary in accordance with an auditor's determination. The holders of Series A-3 Preferred Shares also have the right to vote on a resolution of a show of hands at a meeting.</p>	
	DIVIDEND RIGHTS	
	<p>Except as set out below all dividends and other distributions shall be paid to all shareholders pro rata to the number of shares held by each shareholder (such number to be adjusted if necessary in accordance with an auditor's determination).</p>	
	<p>A cumulative fixed rate dividend of 8% per annum shall accrue on each Preferred Share from the date on which the share was first issued until the first to occur of a share sale or a qualified listing (the "Preferred Dividend")</p>	
	CAPITAL RIGHTS	
	<p>Unless dis-applied with the relevant consent on a distribution of capital by a business sale, a liquidation or otherwise, the surplus assets available after payment of the Company's liabilities shall be distributed as follows</p>	
	<ol style="list-style-type: none"> 1 first in paying the Holders of Preferred Shares an amount equal to the subscription price per Preferred Share together with a sum equal to any Arrears on such shares calculated down to and including the date of the return of capital and, if there is a shortfall of assets remaining to satisfy the entitlements of Holders of Preferred Shares, then in proportion to the amounts due to each such Share held, and 2 thereafter, in paying any balance remaining to the Holders of Ordinary Shares, A Ordinary Shares and Preferred Shares pro rata (such number to be adjusted if necessary in accordance with an auditor's determination) as if they constituted one and the same class 	

SH01 - continuation page

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	SERIES A-3 PREFERRED	
Prescribed particulars	REDEMPTION RIGHTS The Series A-3 Preferred Shares are not redeemable The rights attached to the Series A-3 Preferred Shares are more particularly described in the articles of association of the Company	

SH01 - continuation page

Return of allotment of shares

7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	SERIES A-3 (NV) PREFERRED	
Prescribed particulars	VOTING RIGHTS	
	The Series A-3 (NV) Preferred Shares do not carry the right to receive notice of, or to attend and vote at, any general meeting or sign any written resolution of the Company	
	DIVIDEND RIGHTS	
	Except as set out below all dividends and other distributions shall be paid to all shareholders pro rata to the number of shares held by each shareholder (such number to be adjusted if necessary in accordance with an auditor's determination)	
	A cumulative fixed rate dividend of 8% per annum shall accrue on each Preferred Share from the date on which the share was first issued until the first to occur of a share sale or a qualified listing (the "Preferred Dividend")	
	CAPITAL RIGHTS	
	Unless dis-applied with the relevant consent on a distribution of capital by a business sale, a liquidation or otherwise, the surplus assets available after payment of the Company's liabilities shall be distributed as follows	
	<ol style="list-style-type: none"> 1 first in paying the Holders of Preferred Shares an amount equal to the subscription price per Preferred Share together with a sum equal to any Arrears on such shares calculated down to and including the date of the return of capital and, if there is a shortfall of assets remaining to satisfy the entitlements of Holders of Preferred Shares, then in proportion to the amounts due to each such Share held, and 2 thereafter, in paying any balance remaining to the Holders of Ordinary Shares, A Ordinary Shares and Preferred Shares pro rata (such number to be adjusted if necessary in accordance with an auditor's determination) as if they constituted one and the same class 	

SH01 - continuation page

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	SERIES A-3 (NV) PREFERRED	
Prescribed particulars	REDEMPTION RIGHTS The Series A-3 (NV) Preferred Shares are not redeemable The rights attached to the Series A-3 (NV) Preferred Shares are more particularly described in the articles of association of the Company	