

# SH01

## Return of allotment of shares

You can use the WebFiling service to file this form online.  
Please go to [www.companieshouse.gov.uk](http://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 by sub-  
scription on formation of the company  
or for an allotment of a new class of  
shares by an unlimited company.



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"L3ZKLXKR"  
21/01/2015

#64

COMPANIES HOUSE

### 1 Company details

Company number 0 7 5 4 3 9 6 2  
Company name in full Autifony Therapeutics Limited

→ **Filling 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 5 m 0 1 y 2 0 y 1 5  
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		10000	0.001	0.001	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)

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## 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.

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## 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				£
				£
				£
				£
<b>Totals</b>			0	£ 0.00

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## 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
<b>Totals</b>				

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
<b>Totals</b>				

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## Statement of capital (Totals)

	Please give the total number of shares and total aggregate nominal value of issued share capital.
Total number of shares	20,106,051
Total aggregate nominal value ④	20,106.05

④ **Total aggregate nominal value**  
Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

① Including both the nominal value and any share premium.

⑤ 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.

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## 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.

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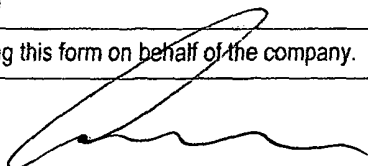
## Signature

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.

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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 **AMH/26349.3**Company name **OLSWANG LLP**Address **90 High Holborn**Post town **London**

County/Region

Postcode 

W	C	1	V		6	X	X
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Country **United Kingdom**DX **37972 Kingsway**Telephone **020 7067 3000****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.

**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.

**Further information**

For further information please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto: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](http://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.

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
Series A preferred	0.001	0.00	13021429	13,021.43
A ordinary	0.001	0.00	1400000	1,400.00
Ordinary	0.001	0.00	2686204	2,686.20
Series A-2 preferred	0.001	0.00	1698418	1,698.42
Series A-2 NV preferred	0.001	0.00	1300000	1,300.00
Totals			20106051	20,106.05

**2** Total number of issued shares in this class.

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Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	<b>SERIES A PREFERRED</b>
Prescribed particulars	<p><b>VOTING RIGHTS</b></p> <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> <p><b>DIVIDEND RIGHTS</b></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><b>CAPITAL RIGHTS</b></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"> <li>1. first in paying the Holders of Preferred Shares an amount equal to the subscription price per Preferred Share (not including any Shares issued pursuant to Article 5.1) 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</li> <li>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</li> </ol>

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Return of allotment of shares

	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	<b>SERIES A PREFERRED</b>	
	<p>accordance with an auditor's determination) as if they constituted one and the same class.</p> <p><b>REDEMPTION RIGHTS</b></p> <p>The Series A Preferred Shares are not redeemable.</p> <p>The rights attached to the Series A Preferred Shares are more particularly described in the articles of association of the Company.</p>	

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<b>Statement of capital (Prescribed particulars of rights attached to shares)</b>	
<b>Class of share</b>	<b>A ORDINARY</b>
<b>Prescribed particulars</b>	<p><b>VOTING RIGHTS</b></p> <p>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.</p> <p><b>DIVIDEND RIGHTS</b></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 "<b>Preferred Dividend</b>").</p> <p><b>CAPITAL RIGHTS</b></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"> <li>1. first in paying the Holders of Preferred Shares an amount equal to the subscription price per Preferred Share (not including any Shares issued pursuant to Article 5.1) 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</li> <li>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.</li> </ol>



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Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	<b>A ORDINARY</b>
Prescribed particulars	<p><b>REDEMPTION RIGHTS</b></p> <p>The A Ordinary Shares are not redeemable.</p> <p>The rights attached to the A Ordinary Shares are more particularly described in the articles of association of the Company.</p>

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<b>Statement of capital (Prescribed particulars of rights attached to shares)</b>	
<b>Class of share</b>	<b>ORDINARY</b>
<b>Prescribed particulars</b>	<p><b>VOTING RIGHTS</b></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><b>DIVIDEND RIGHTS</b></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><b>CAPITAL RIGHTS</b></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"> <li>1. first in paying the Holders of Preferred Shares an amount equal to the subscription price per Preferred Share (not including any Shares issued pursuant to Article 5.1) 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</li> <li>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.</li> </ol>

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Statement of capital (Prescribed particulars of rights attached to shares)		
Class of share	<b>ORDINARY</b>	
Prescribed particulars	<p><b>REDEMPTION RIGHTS</b></p> <p>The Ordinary Shares are not redeemable.</p> <p>The rights attached to the Ordinary Shares are more particularly described in the articles of association of the Company.</p>	

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Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	<b>SERIES A-2 PREFERRED</b>
Prescribed particulars	<p><b>VOTING RIGHTS</b></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><b>DIVIDEND RIGHTS</b></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 "<b>Preferred Dividend</b>").</p> <p><b>CAPITAL RIGHTS</b></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"> <li>1. first in paying the Holders of Preferred Shares an amount equal to the subscription price per Preferred Share (not including any Shares issued pursuant to Article 5.1) 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</li> <li>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</li> </ol>

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	<b>Statement of capital (Prescribed particulars of rights attached to shares)</b>	
Class of share	<b>SERIES A-2 PREFERRED</b>	
	<p>accordance with an auditor's determination) as if they constituted one and the same class.</p> <p><b>REDEMPTION RIGHTS</b></p> <p>The Series A-2 Preferred Shares are not redeemable.</p> <p>The rights attached to the Series A-2 Preferred Shares are more particularly described in the articles of association of the Company.</p>	

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Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	<b>SERIES A-2 (NV) PREFERRED</b>
Prescribed particulars	<p><b>VOTING RIGHTS</b></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><b>DIVIDEND RIGHTS</b></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><b>CAPITAL RIGHTS</b></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"> <li>1. first in paying the Holders of Preferred Shares an amount equal to the subscription price per Preferred Share (not including any Shares issued pursuant to Article 5.1) 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</li> <li>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.</li> </ol>

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