

**Return of Allotment of Shares**Company Name: **Oxford Sciences Innovation plc**Company Number: **09093331**Received for filing in Electronic Format on the: **18/01/2017**

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Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	08/02/2016	08/02/2016

Class of Shares: ORDINARY**Currency: GBP****Number allotted 2650000****Nominal value of each share 0.01****Amount paid: 1****Amount unpaid: 0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	342851579
Currency:	GBP	Aggregate nominal value:	3428515.79

Prescribed particulars

1. DIVIDEND RIGHTS 1.1 SUBJECT TO (A) THE DIRECTORS RECOMMENDING PAYMENT OF THE SAME AND (B) THE COMPANY'S ARTICLES OF ASSOCIATION, THE PROFITS AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED TO THE HOLDERS OF THE ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER. 1.2 THE FOUNDER SHARES, DEFERRED SHARES, SPECIAL SHARES AND/OR THE PREFERENCE SHARES SHALL CARRY NO RIGHT OR ENTITLEMENT TO RECEIVE ANY DISTRIBUTION OR DIVIDEND, SAVE THAT ON CONVERSION OF A FOUNDER SHARE OR A SPECIAL SHARE INTO AN ORDINARY SHARE SUCH ORDINARY SHARE SHALL RANK EQUALLY WITH ALL EXISTING ORDINARY SHARES THEN IN ISSUE. 2. RETURN OF CAPITAL 2.1 ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES AND PAYMENTS IN PRIORITY SHALL BE APPLIED IN THE FOLLOWING ORDER: (A) FIRST IN PAYING TO EACH HOLDER OF PREFERENCE SHARES IN RESPECT OF EACH PREFERENCE SHARE OF WHICH IT IS THE HOLDER PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE, AN AMOUNT EQUAL TO THE AMOUNT PAID UP THEREON; (B) SECOND IN PAYING TO THE HOLDERS OF ORDINARY SHARES, FOUNDER SHARES AND SPECIAL SHARES PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE, AN AMOUNT EQUAL TO THE AMOUNT PAID UP THEREON; (C) THE BALANCE (IF ANY) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME UNTIL SUCH HOLDER OF THE ORDINARY SHARES SHALL HAVE RECEIVED IN RESPECT OF EACH ORDINARY SHARE HELD BY IT AN AMOUNT EQUAL TO THE AMOUNT PAID UP THEREON AND £1,000,000,000; (D) THE BALANCE (IF ANY) SHALL BE APPLIED IN PAYING TO EACH HOLDER OF DEFERRED SHARES IN RESPECT OF EACH DEFERRED SHARE OF WHICH IT IS THE HOLDER, AN AMOUNT EQUAL TO THE AMOUNT PAID UP THEREON; AND (E) THEREAFTER ANY REMAINING BALANCE SHALL BE DISTRIBUTED PRO RATA AMONG THE HOLDERS OF THE ORDINARY SHARES AND (PRIOR TO CLOSING BUT NOT THEREAFTER) THE FOUNDER SHARES ACCORDING TO THE NUMBER OF SHARES HELD BY EACH SHAREHOLDER AT THE RELEVANT TIME. 3. VOTING RIGHTS 3.1 THE VOTING RIGHTS ATTACHING TO THE SHARES SHALL, SUBJECT TO THE OPERATION OF ARTICLE

22.4 BE AS FOLLOWS: (A) ON A SHOW OF HANDS EVERY QUALIFYING PERSON (AS DEFINED IN SECTION 318(3) OF THE COMPANIES ACT 2006) WHO HOLDS AN ORDINARY SHARE OR, BUT PRIOR TO CLOSING ONLY, A FOUNDER SHARE, 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; (B) ON A RESOLUTION TO BE PASSED AT A GENERAL MEETING OF THE COMPANY ON A POLL EVERY SHAREHOLDER HOLDING ONE OR MORE ORDINARY SHARES, OR, BUT PRIOR TO CLOSING ONLY, A FOUNDER SHARE, 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 FOR EACH ORDINARY SHARE OR FOUNDER SHARE (AS THE CASE MAY BE) OF WHICH IT IS THE HOLDER; AND (C) THE HOLDERS OF DEFERRED SHARES, SPECIAL SHARES (BUT WITHOUT PREJUDICE TO THE RIGHT OF THE UNIVERSITY TO EXERCISE THE VOTING RIGHTS IN ARTICLE 22.4 IF AT THE RELEVANT TIME IT HOLDS ONLY SPECIAL SHARES) AND/OR PREFERENCE SHARES AND (ON OR AFTER CLOSING), THE HOLDERS OF FOUNDER SHARES, SHALL NOT BE ENTITLED TO ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY BY REASON OF HOLDING ANY SUCH SHARES. 4. RIGHTS OF REDEMPTION 4.1 THE DEFERRED SHARES, SPECIAL SHARES AND PREFERENCE SHARES HAVE ATTACHED TO THEM RIGHTS OF REDEMPTION. 4.2 THE ORDINARY SHARES AND FOUNDER SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	SPECIAL	Number allotted	24660134
Currency:	GBP	Aggregate nominal value:	246601.34

Prescribed particulars

1. DIVIDEND RIGHTS 1.1 SUBJECT TO (A) THE DIRECTORS RECOMMENDING PAYMENT OF THE SAME AND (B) THE COMPANY'S ARTICLES OF ASSOCIATION, THE PROFITS AVAILABLE FOR DISTRIBUTION WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE SHALL BE DISTRIBUTED TO THE HOLDERS OF THE ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER. 1.2 THE FOUNDER SHARES, DEFERRED SHARES, SPECIAL SHARES AND/OR THE PREFERENCE SHARES SHALL CARRY NO RIGHT OR ENTITLEMENT TO RECEIVE ANY DISTRIBUTION OR DIVIDEND, SAVE THAT ON CONVERSION OF A FOUNDER SHARE OR A SPECIAL SHARE INTO AN ORDINARY SHARE SUCH ORDINARY SHARE SHALL RANK EQUALLY WITH ALL EXISTING ORDINARY SHARES THEN IN ISSUE. 2. RETURN OF CAPITAL 2.1 ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT

OF ITS LIABILITIES AND PAYMENTS IN PRIORITY SHALL BE APPLIED IN THE FOLLOWING ORDER: (A) FIRST IN PAYING TO EACH HOLDER OF PREFERENCE SHARES IN RESPECT OF EACH PREFERENCE SHARE OF WHICH IT IS THE HOLDER PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE, AN AMOUNT EQUAL TO THE AMOUNT PAID UP THEREON; (B) SECOND IN PAYING TO THE HOLDERS OF ORDINARY SHARES, FOUNDER SHARES AND SPECIAL SHARES PARI PASSU AS IF THE SAME CONSTITUTED ONE CLASS OF SHARE, AN AMOUNT EQUAL TO THE AMOUNT PAID UP THEREON; (C) THE BALANCE (IF ANY) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES ACCORDING TO THE NUMBER OF SUCH SHARES HELD BY THE RELEVANT SHAREHOLDER AT THE RELEVANT TIME UNTIL SUCH HOLDER OF THE ORDINARY SHARES SHALL HAVE RECEIVED IN RESPECT OF EACH ORDINARY SHARE HELD BY IT AN AMOUNT EQUAL TO THE AMOUNT PAID UP THEREON AND £1,000,000,000; (D) THE BALANCE (IF ANY) SHALL BE APPLIED IN PAYING TO EACH HOLDER OF DEFERRED SHARES IN RESPECT OF EACH DEFERRED SHARE OF WHICH IT IS THE HOLDER, AN AMOUNT EQUAL TO THE AMOUNT PAID UP THEREON; AND (E) THEREAFTER ANY REMAINING BALANCE SHALL BE DISTRIBUTED PRO RATA AMONG THE HOLDERS OF THE ORDINARY SHARES AND (PRIOR TO CLOSING BUT NOT THEREAFTER) THE FOUNDER SHARES ACCORDING TO THE NUMBER OF SHARES HELD BY EACH SHAREHOLDER AT THE RELEVANT TIME.

3. VOTING RIGHTS

3.1 THE VOTING RIGHTS ATTACHING TO THE SHARES SHALL, SUBJECT TO THE OPERATION OF ARTICLE 22.4 BE AS FOLLOWS: (A) ON A SHOW OF HANDS EVERY QUALIFYING PERSON (AS DEFINED IN SECTION 318(3) OF THE COMPANIES ACT 2006) WHO HOLDS AN ORDINARY SHARE OR, BUT PRIOR TO CLOSING ONLY, A FOUNDER SHARE, 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; (B) ON A RESOLUTION TO BE PASSED AT A GENERAL MEETING OF THE COMPANY ON A POLL EVERY SHAREHOLDER HOLDING ONE OR MORE ORDINARY SHARES, OR, BUT PRIOR TO CLOSING ONLY, A FOUNDER SHARE, 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 FOR EACH ORDINARY SHARE OR FOUNDER SHARE (AS THE CASE MAY BE) OF WHICH IT IS THE HOLDER; AND (C) THE HOLDERS OF DEFERRED SHARES, SPECIAL SHARES (BUT WITHOUT PREJUDICE TO THE RIGHT OF THE UNIVERSITY TO EXERCISE THE VOTING RIGHTS IN ARTICLE 22.4 IF AT THE RELEVANT TIME IT HOLDS ONLY SPECIAL SHARES) AND/OR PREFERENCE SHARES AND (ON OR AFTER CLOSING), THE HOLDERS OF FOUNDER SHARES, SHALL NOT BE ENTITLED TO ATTEND, SPEAK OR VOTE AT ANY GENERAL MEETING OF THE COMPANY BY REASON OF HOLDING ANY SUCH SHARES.

4. RIGHTS OF REDEMPTION

4.1 THE DEFERRED SHARES,

SPECIAL SHARES AND PREFERENCE SHARES HAVE ATTACHED TO THEM RIGHTS OF REDEMPTION. 4.2 THE ORDINARY SHARES AND FOUNDER SHARES DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	367511713
		Total aggregate nominal value:	3675117.13
		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.