

**Return of Allotment of Shares**Company Name: **Amphista Therapeutics Limited**Company Number: **11119959**Received for filing in Electronic Format on the: **02/05/2023**

XC2PMUBV

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	30/04/2023	

Class of Shares: ORDINARYNumber allotted **7690**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:	SERIES	Number allotted	7092394
	A	Aggregate nominal value:	709.2394
	PREFERRED		

Currency: GBP

Prescribed particulars

THE SERIES A PREFERRED SHARES CONFER ON EACH HOLDER THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY, AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. THE COMPANY BEFORE DECLARING DIVIDENDS AND BEFORE THE APPLICATION OF ANY PROFITS TO RESERVES OR FOR ANY OTHER PURPOSE, SHALL PAY IN THE FOLLOWING ORDER IN RESPECT OF EACH SERIES B AND SERIES A PREFERRED SHARE A CASH DIVIDEND PER SERIES B AND SERIES A PREFERRED SHARE AS FOLLOWS: 8% OF THE ISSUE PRICE OF SUCH SERIES B AND SERIES A PREFERRED SHARE EACH YEAR (THE "PREFERENCE DIVIDEND"); SUCH DIVIDEND IS TO BE PAID (I) AS DETERMINED BY THE COMPANY OR IF EARLIER EITHER (II) ON A LIQUIDATION EVENT, OR (III) ON THE CONVERSION DATE. IF THE COMPANY IS UNABLE TO PAY IN FULL ON THE DUE DATE A PREFERENCE DIVIDEND BY REASON OF HAVING INSUFFICIENT AVAILABLE PROFITS, THEN IT WILL ON THAT DATE PAY A PREFERENCE DIVIDEND TO THE EXTENT THAT IT IS THEN LAWFULLY ABLE TO DO SO. UNLESS THE COMPANY HAS INSUFFICIENT AVAILABLE PROFITS, THE PREFERENCE DIVIDEND SHALL BE CUMULATIVE. ON A LIQUIDATION, THE MEMBERS SHALL APPLY ANY REALISED EQUITY VALUE IN THE FOLLOWING ORDER OF PRIORITY: PAYING FIRST TO THE HOLDER(S) OF THE SERIES B PREFERRED SHARES THEIR RESPECTIVE ISSUE PRICE TOGETHER WITH ANY ACCRUALS OF THE SERIES B PREFERRED SHARE DIVIDENDS; SECOND TO THE HOLDER(S) OF THE SERIES A PREFERRED SHARES THEIR RESPECTIVE ISSUE PRICE TOGETHER WITH ANY ACCRUALS OF THE SERIES A PREFERRED SHARE DIVIDENDS; THIRD IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE ENTIRE CLASS OF DEFERRED SHARES AND THEREAFTER, THE BALANCE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF EQUITY SHARES PRO RATA IN PROPORTION TO THEIR SHAREHOLDINGS AS IF ALL SHARES CONSTITUTED ONE AND THE SAME CLASS.

Class of Shares:	SERIES	Number allotted	11272804
	B	Aggregate nominal value:	1127.2804
	PREFERRED		

Currency: **GBP**

Prescribed particulars

THE SERIES B PREFERRED SHARES CONFER ON EACH HOLDER THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY, AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. THE COMPANY BEFORE DECLARING DIVIDENDS AND BEFORE THE APPLICATION OF ANY PROFITS TO RESERVES OR FOR ANY OTHER PURPOSE, SHALL PAY IN THE FOLLOWING ORDER IN RESPECT OF EACH SERIES B AND SERIES A PREFERRED SHARE A CASH DIVIDEND PER SERIES B AND SERIES A PREFERRED SHARE AS FOLLOWS: 8% OF THE ISSUE PRICE OF SUCH SERIES B AND SERIES A PREFERRED SHARE EACH YEAR (THE "PREFERENCE DIVIDEND"); SUCH DIVIDEND IS TO BE PAID (I) AS DETERMINED BY THE COMPANY OR IF EARLIER EITHER (II) ON A LIQUIDATION EVENT, OR (III) ON THE CONVERSION DATE. IF THE COMPANY IS UNABLE TO PAY IN FULL ON THE DUE DATE A PREFERENCE DIVIDEND BY REASON OF HAVING INSUFFICIENT AVAILABLE PROFITS, THEN IT WILL ON THAT DATE PAY A PREFERENCE DIVIDEND TO THE EXTENT THAT IT IS THEN LAWFULLY ABLE TO DO SO. UNLESS THE COMPANY HAS INSUFFICIENT AVAILABLE PROFITS, THE PREFERENCE DIVIDEND SHALL BE CUMULATIVE. ON A LIQUIDATION, THE MEMBERS SHALL APPLY ANY REALISED EQUITY VALUE IN THE FOLLOWING ORDER OF PRIORITY: PAYING FIRST TO THE HOLDER(S) OF THE SERIES B PREFERRED SHARES THEIR RESPECTIVE ISSUE PRICE TOGETHER WITH ANY ACCRUALS OF THE SERIES B PREFERRED SHARE DIVIDENDS; SECOND TO THE HOLDER(S) OF THE SERIES A PREFERRED SHARES THEIR RESPECTIVE ISSUE PRICE TOGETHER WITH ANY ACCRUALS OF THE SERIES A PREFERRED SHARE DIVIDENDS; THIRD IN PAYING TO THE HOLDERS OF THE DEFERRED SHARES, IF ANY, A TOTAL OF £1 FOR THE ENTIRE CLASS OF DEFERRED SHARES AND THEREAFTER, THE BALANCE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF EQUITY SHARES PRO RATA IN PROPORTION TO THEIR SHAREHOLDINGS AS IF ALL SHARES CONSTITUTED ONE AND THE SAME CLASS.

Class of Shares:	ORDINARY	Number allotted	1060710
Currency:	GBP	Aggregate nominal value:	106.071

Prescribed particulars

EACH ORDINARY SHARE CONFERS ON EACH HOLDER THE RIGHT TO RECEIVE NOTICE OF AND TO ATTEND, SPEAK AND VOTE AT ALL GENERAL MEETINGS OF THE COMPANY AND TO RECEIVE AND VOTE ON PROPOSED WRITTEN RESOLUTIONS OF THE COMPANY. THE ECONOMIC RIGHTS OF THE ORDINARY SHARES ARE SUBJECT TO THE RIGHTS OF THE SERIES B AND SERIES A PREFERRED SHARES. PLEASE REFER TO THE PRESCRIBED PARTICULARS OF THE SERIES B AND SERIES A PREFERRED SHARES FOR FULL DETAILS.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	19425908
		Total aggregate nominal value:	1942.5908
		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.