

**Return of Allotment of Shares**Company Name: **ADAPTIMMUNE THERAPEUTICS LIMITED**Company Number: **09338148**Received for filing in Electronic Format on the: **30/03/2015**

X44AOMBL

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
23/02/2015

Class of Shares:	£0.001	Number allotted	181370099
	ORDINARY	Nominal value of each share	0.001
Currency:	GBP	Amount paid:	0.001
		Amount unpaid:	0

Non-cash consideration

THE 181,370,099 £0.001 ORDINARY SHARES HAVE BEEN ALLOTTED FOR THE CONSIDERATION OF 1,813,701 ORDINARY SHARES IN THE COMPANY, ADAPTIMMUNE LIMITED.

Class of Shares:	£0.001	Number allotted	175841800
	SERIES A	Nominal value of each share	0.001
	PREFERRED	Amount paid:	0.001
Currency:	GBP	Amount unpaid:	0

Non-cash consideration

THE 175,841,800 £0.001 SERIES A PREFERRED SHARES HAVE BEEN ALLOTTED FOR THE CONSIDERATION OF 1,758,418 SERIES A PREFERRED SHARES IN THE COMPANY, ADAPTIMMUNE LIMITED.

Statement of Capital (Share Capital)

Class of Shares:	£0.001	Number allotted	181370100
	ORDINARY	Aggregate nominal value:	181370.1
Currency:	GBP	Amount paid per share	0.001
		Amount unpaid per share	0

Prescribed particulars

THE ORDINARY SHARES ARE NOT LIABLE TO BE REDEEMED. EACH ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH ORDINARY SHARE IS ENTITLED TO PARTICIPATE IN DIVIDENDS AFTER PAYMENT OF ANY ACCRUALS OF THE PREFERENTIAL DIVIDEND PAYABLE ON THE SERIES A PREFERRED SHARES. EACH ORDINARY SHARE IS ENTITLED TO PARTICIPATE IN DISTRIBUTIONS OF ASSETS IN A WINDING UP OR LIQUIDATION AFTER PAYMENT OF THE LIQUIDATION PREFERENCE PAYABLE ON THE SERIES A PREFERRED SHARES.

Class of Shares:	£0.001	Number allotted	175841800
	SERIES	Aggregate nominal value:	175841.8
	A	Amount paid per share	0.001
	PREFERRED	Amount unpaid per share	0
Currency:	GBP		

Prescribed particulars

THE SERIES A PREFERRED SHARES ARE NOT LIABLE TO BE REDEEMED. THE SERIES A PREFERRED SHARES ARE CONVERTIBLE INTO ORDINARY SHARES, INITIALLY ON A ONE-FOR-ONE BASIS. THE SERIES A PREFERRED SHARES CARRY VOTING RIGHTS ON AN AS-CONVERTED BASIS. EACH SERIES A PREFERRED SHARE IS ENTITLED TO A NON-CUMULATIVE PREFERENTIAL DIVIDEND AND TO PARTICIPATE IN FURTHER DIVIDENDS RATEABLY WITH THE ORDINARY SHARES ON AN AS-CONVERTED BASIS. EACH SERIES A PREFERRED SHARE IS ENTITLED TO A LIQUIDATION PREFERENCE IN A WINDING UP OR LIQUIDATION AND TO PARTICIPATE IN FURTHER DISTRIBUTIONS OF ASSETS IN A WINDING UP OR LIQUIDATION WITH THE ORDINARY SHARES ON AN AS-CONVERTED BASIS.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	357211900
		Total aggregate nominal value:	357211.9

Authorisation

Authenticated

This form was authorised by one of the following:

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