

**Return of Allotment of Shares**Company Name: **MEREO BIOPHARMA GROUP PLC**Company Number: **09481161**Received for filing in Electronic Format on the: **12/05/2017**

X66AJTBV

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
27/04/2017

Class of Shares:	ORDINARY	Number allotted	632829
Currency:	GBP	Nominal value of each share	0.003
		Amount paid:	2.21
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	ORDINARY	Number allotted	588532
Currency:	GBP	Nominal value of each share	0.003
		Amount paid:	0.003
		Amount unpaid:	0

Non-cash consideration

**588,532 ORDINARY SHARES WERE ISSUED AS BONUS SHARES IN ACCORDANCE WITH
CONDITION 5 OF PART 1 OF SCHEDULE 3 OF A CONVERTIBLE LOAN NOTE INSTRUMENT
DATED 3 JUNE 2016**

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	70604176
Currency:	GBP	Aggregate nominal value:	211812.528

Prescribed particulars

(A) VOTING ON A SHOW OF HANDS UNLESS A POLL IS DEMANDED; (B) RIGHT TO PARTICIPATE IN DIVIDENDS; (C) RIGHT TO PARTICIPATE IN A RETURN OF CAPITAL; AND (D) NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	70604176
		Total aggregate nominal value:	211812.528
		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.