In accordance with Section 555 of the Companies Act 2006.

SH01

Return of allotment of shares





Go online to file this information www.gov.uk/companieshouse

What this form is for You may use this form to give notice of shares allotted following incorporation. What this form is NC
You cannot use this for
notice of shares taken I
on formation of the cor
for an allotment of a ne
shares by an unlimited



A16 08/11/2017 COMPANIES HOUSE #271

Company details

Company number 0 9 4 8 1 1 6 1

Company name in full

Mereo BioPharma Group plc

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 •

From Date $\begin{bmatrix} d & 3 & d & 1 \\ & & & & d \end{bmatrix}$ To Date

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y y y y y

• 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.

Shares allotted

Please give details of the shares allotted, including bonus shares.
(Please use a continuation page if necessary.)

• Currency If currency details are not completed we will assume currency is in pound sterling.

Number of shares Amount paid Amount (if any) Nominal value of Currency @ Class of shares allotted each share (including share unpaid (including (E.g. Ordinary/Preference etc.) premium) on each share premium) on share each share Ordinary 490,798 £0.003 US\$4.075 £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)

SH01 Return of allotment of shares

4	Statement of capital							
	Complete the table(s) below to show the issued share capital at the date to which this return is made up.							
	Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.							
	Please use a Statement of Capital continuati	on page if necessary	:					
Currency	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount				
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	unpaid, if any (£, €, \$, et Including both the nominal value and any share premiu				
Currency table A			<u> </u>	'				
GBP	Ordinary	71,094,974	£213,284.922	,				
				ann aite a sa a a gainnean <u>a a</u> nn gas an an an an a a a				
	Totals	71,094,974	£213,284.922	£0.00				
Currency table B								
				-				
				*1				
	Totals			<u> </u>				
	Totals	1	<u> </u>	<u> </u>				
Currency table C								
	Totals							
	-	Total number of shares	Total aggregate nominal value •	Total aggregate amount unpaid •				
	Totals (including continuation pages)	71,094,974	£213,284.922	£0.00				

 $[\]bullet$ Please list total aggregate values in different currencies separately. For example: £100 + £100 + \$10 etc.

SH01 Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached shares)	to		
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in Section 4 .	• Prescribed particulars of rights attached to shares		
Class of share	Ordinary	The particulars are: a particulars of any voting rights,		
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.	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.		
Class of share		A separate table must be used for each class of share.		
Prescribed particulars Class of share Prescribed particulars		Continuation page Please use a Statement of Capital continuation page if necessary.		
6 Signature	Signature I am signing this form on behalf of the company. Signature X This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver, Receiver manager, CIC manager.	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. Person authorised Under either section 270 or 274 of the Companies Act 2006.		

SH01

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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						
Company name						
Address		·				
						_
Post town						
County/Region			·			
Postcode						
Country						
DX	 					
Telephone						

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 relevant sections of the statement of capital.
- You have signed the form.

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.

7 Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

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SH01 - continuation page Return of allotment of shares

Sha	Shares allotted							
Ple	Please give details of the shares allotted, including bonus shares.					O Currency If currency details are not completed we will assume currency is in pound sterling.		
Class of shares (E.g. Ordinary/Preference etc.)		Currency 3	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		
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In accordance with Section 555 of the Companies Act 2006.	SH01 - continuation page Return of allotment of shares
	If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted.
Details of non-cash consideration.	
If a PLC, please attach valuation report (if appropriate)	

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SH01 - continuation page Return of allotment of shares

4	Statement of	capital	

Complete the table below to show the issued share capital. Complete a separate table for each currency.

Currency	Class of shares	Number of shares	Aggregate nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.			Including both the nominal value and any share premium
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	Totals			

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SH01 - continuation page Return of allotment of shares

5	Statement of capital (prescribed particulars of rights attached	to shares)
Class of share		_
Prescribed particulars		
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