

**Return of Allotment of Shares**Company Name: **VERONA PHARMA PLC**Company Number: **05375156**Received for filing in Electronic Format on the: **04/01/2021**

X9VHCZ03

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	18/12/2020	18/12/2020

Class of Shares:	ORDINARY SHARES	Number allotted	25000000
		Nominal value of each share	0.05
Currency:	GBP	Amount paid:	0.05
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	NON-VOTING ORDINARY SHARES	Number allotted	48088896
		Aggregate nominal value:	2404444.8

Currency: **GBP**

Prescribed particulars

1. THE NON-VOTING ORDINARY SHARES OF THE COMPANY SHALL HAVE THE SAME RIGHTS AND RESTRICTIONS AS THE COMPANY'S ORDINARY SHARES AND SHALL OTHERWISE RANK PARI PASSU IN ALL RESPECTS WITH THE ORDINARY SHARES AND A HOLDER OF NON-VOTING ORDINARY SHARES SHALL BE SUBJECT TO THE SAME OBLIGATIONS AND LIABILITIES AS A HOLDER OF ORDINARY SHARES SAVE AS SET OUT BELOW: A. A HOLDER OF THE NON-VOTING ORDINARY SHARES SHALL, IN RELATION TO THE NON-VOTING ORDINARY SHARES HELD BY HIM, HAVE NO RIGHT TO RECEIVE NOTICE OF, OR TO ATTEND OR VOTE AT, ANY GENERAL MEETING OF SHAREHOLDERS (SAVE IN RELATION TO A VARIATION OF CLASS RIGHTS OF THE NON-VOTING ORDINARY SHARES); B. THE NON-VOTING ORDINARY SHARES SHALL BE NON-TRANSFERRABLE; AND C. THE NON-VOTING ORDINARY SHARES MAY BE REDESIGNATED AS ORDINARY SHARES BY THE BOARD, OR A DULY AUTHORISED REPRESENTATIVE THEREOF, ONLY UPON RECEIPT OF A NOTICE (AS DEFINED HERE) AND OTHERWISE SUBJECT TO THE TERMS AND CONDITIONS ATTACHED TO THE NON-VOTING ORDINARY SHARES.

Class of Shares:	ORDINARY SHARES	Number allotted	440215550
		Aggregate nominal value:	22010777.5

Currency: **GBP**

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	488304446
		Total aggregate nominal value:	24415222.3
		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.