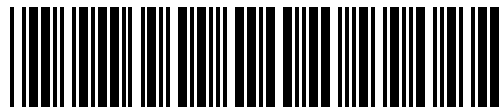


**Return of Allotment of Shares**Company Name: **ORCHARD THERAPEUTICS PLC**Company Number: **11494381**Received for filing in Electronic Format on the: **13/05/2021**

XA4G6382

**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>10/02/2021</b>	<b>31/03/2021</b>

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>246749</b>
<b>Currency:</b>	<b>GBP</b>	Nominal value of each share	<b>0.1</b>
		Amount paid:	<b>0.63</b>
		Amount unpaid:	<b>0</b>

No shares allotted other than for cash

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## Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>DEFERRED</b>	Number allotted	<b>1</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>4.89687</b>

Prescribed particulars

**VOTING: THE DEFERRED SHARES DO NOT ENTITLE THE HOLDER THEREOF TO VOTE UPON ANY RESOLUTION OR TO RECEIVE NOTICE OF, ATTEND ANY GENERAL MEETING, OR BE PART OF THE QUORUM THEREOF AS THE HOLDERS OF THE DEFERRED SHARES. DIVIDEND: THE DEFERRED SHARES SHALL NOT BE ENTITLED TO ANY DIVIDENDS OR TO ANY OTHER RIGHT OR PARTICIPATION IN THE PROFITS OF THE COMPANY. DISTRIBUTION ON LIQUIDATION: ON A RETURN OF ASSETS ON LIQUIDATION, THE DEFERRED SHARES SHALL CONFER ON THE HOLDERS THEREOF AN ENTITLEMENT TO RECEIVE OUT OF THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONGST THE MEMBERS (SUBJECT TO THE RIGHTS OF ANY NEW CLASS OF SHARES WITH PREFERRED RIGHTS) THE AMOUNT OF ONE POUND FOR THE ENTIRE CLASS ONLY AFTER PAYMENT SHALL HAVE BEEN MADE TO THE HOLDERS OF THE PREFERRED SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE TOGETHER WITH A SUM EQUAL TO ANY ARREARS. THE DEFERRED SHARES SHALL CONFER ON THE HOLDERS THEREOF NO FURTHER RIGHT TO PARTICIPATE IN THE ASSETS OF THE COMPANY. REDEMPTION: THE DEFERRED SHARES ARE REDEEMABLE.**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>120549163</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>12054916.3</b>

Prescribed particulars

**VOTING: THE ORDINARY SHARES SHALL CONFER ON EACH HOLDER THEREOF 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 SHAREHOLDER RESOLUTIONS OF THE COMPANY. DIVIDEND: THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL DIVIDEND RIGHTS. DISTRIBUTION ON LIQUIDATION: IN THE EVENT OF THE LIQUIDATION, DISSOLUTION OR WINDING UP OF THE COMPANY, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION TO MEMBERS SHALL BE DISTRIBUTED AMONG ALL HOLDERS OF THE ORDINARY SHARES IN PROPORTION TO THE NUMBER OF SHARES HELD IRRESPECTIVE OF THE AMOUNT PAID OR CREDITED AS PAID ON ANY SHARE. REDEMPTION: THE ORDINARY SHARES ARE REDEEMABLE.**

<b>Class of Shares:</b>	<b>NON-</b>	Number allotted	<b>3215434</b>
	<b>VOTING</b>	Aggregate nominal value:	<b>321543.4</b>
	<b>ORDINARY</b>		

Currency: **GBP**

Prescribed particulars

**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 SUCH HOLDER, 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-TRANSFERABLE; AND (C) THE NON-VOTING ORDINARY SHARES MAY BE REDESIGNATED AS ORDINARY SHARES BY THE BOARD OF DIRECTORS OF THE COMPANY. OR A DULY AUTHORISED REPRESENTATIVE THEREOF, ONLY UPON RECEIPT OF A NOTICE AND OTHERWISE SUBJECT TO THE TERMS AND CONDITIONS ATTACHED TO THE NON-VOTING ORDINARY SHARES.**

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>123764598</b>
		Total aggregate nominal value:	<b>12376464.59687</b>
		Total aggregate amount unpaid:	<b>0</b>

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### Authorisation

Authenticated

This form was authorised by one of the following:

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