

SH01

Return of allotment of shares

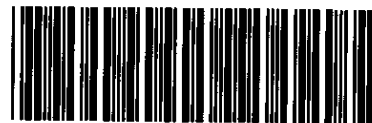


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☒ **What this form is for**
You may use this form to give
notice of shares allotted following
incorporation.

☐ **What this form is NOT**
You cannot use this form for
notice of shares taken in
formation of the company
for an allotment of a new
share by an unlimited

1 Company details

Company number S C 4 2 8 7 6 1

Company name in full Ex Scientia Limited

→ **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 d2 d3 m0 m7 y2 y0 y1 y7
To Date d1 d1 m1 m0 y2 y0 y1 y7

① **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.

3 Shares allotted

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

② **Currency**
If currency details are not
completed we will assume currency
is in pound sterling.

Currency ②	Class of shares (E.g. Ordinary/Preference etc.)	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
GB Sterling (£)	Ordinary A	3000	0.001	£2.53	
GB Sterling (£)	Series A Preference	30255	0.001	£434.7826	
GB Sterling (£)	Ordinary B	150	0.001	£2.53	

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)

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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 continuation page if necessary.

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
Currency table A				
GB Sterling (£)	Ordinary A	93000	£93.00	
GB Sterling (£)	Series A Preference	30255	£30.255	
GB Sterling (£)	Ordinary B	150	£0.15	
Totals		123405	£123.405	£0.00

Currency table B				
Totals				

Currency table C				
Totals				

Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
		123405	£123.405	£0.00

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

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Statement of capital (prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the share capital tables in **Section 4**.

Class of share

Ordinary A

Prescribed particulars
①

The ordinary shares entitle the holder thereof to one vote on a show of hands at a meeting of the company and one vote per share on a resolution on a poll taken at a meeting and on a written resolution. All ordinary shares participate pro rata on a pari passu basis in any dividend, distribution or return of capital.

① Prescribed particulars of rights attached to shares

The particulars are:

- a particulars of any voting rights, 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.

A separate table must be used for each class of share.

Continuation page

Please use a Statement of Capital continuation page if necessary.

Class of share

Series A Preference

Prescribed particulars
①

The Series A preference shares entitle the holder thereof to one vote on a show of hands at a meeting of the company and one vote per share on a resolution on a poll taken at a meeting and on a written resolution. All series A preference shares participate pro rata on a pari passu basis in any dividend, distribution of capital with ordinary shares. On a return of capital where the company is liquidated or sale of company where the shareholders of the company do not own a majority of the shares of the surviving corporation the amount series A preference share ... (See continuation page)

Class of share

Ordinary B

Prescribed particulars
①

The Ordinary Class B Shares shall confer on each holder of Ordinary Class B Shares the right to receive notice of and to attend and speak but not vote at general meetings of the Company or on proposed written resolutions of the Company. All ordinary shares participate pro rata on a pari passu basis in any dividend, distribution or return of capital.

6

Signature

I am signing this form on behalf of the company.

Signature

Signature

X

X

This form may be signed by:

Director ②, Secretary, Person authorised ②, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

② 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.

③ Person authorised

Under either section 270 or 274 of the Companies Act 2006.

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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	Andrew Hopkins
Company name	Exscientia Ltd
Address	36 St Giles
Post town	Oxford
County/Region	Oxon
Postcode	O X 1 3 L D
Country	
DX	
Telephone	07545501711



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.



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

Please give details of the shares allotted, including bonus shares.

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

[illegible]

SH01 - continuation page

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5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	Series A Preference	
Prescribed particulars	<p>Continuation from page 3...</p> <p>received the holder of Series A Preferred Shares shall be entitled to receive the greater of: (i) pursuant to the Preference Amount (i.e. 1x the total amount contributed by holder of series A Preferred Shares for their series A Preferred Shares plus any declared but unpaid dividends).</p> <p>And any remaining proceeds will be distributed among all remaining shareholders on a pro rata basis.</p> <p>Or, (ii) the amount they would have received in the event of conversion of the Series A Preferred Shares to Ordinary Shares on a 1 to 1 basis.</p>	

[illegible]