

# CS01

## Confirmation statement



Companies House

107105/40



Go online to file this information  
[www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

A fee may be payable with this form  
Please see 'How to pay' on the last page

☒ **What this form is for**  
You may use this form to confirm  
that the company has filed up to  
date. You must file a confirmation  
statement at least once every year.

☒ **What this form is NOT for**  
You cannot use this form to tell us  
of changes to the company officers,  
registered office address, or single  
alternative inspection address  
(SAIL) information.

For further information, please  
refer to our guidance at  
[www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

### Before you start

You can check your company details for free on our online service  
[www.beta.companieshouse.gov.uk](http://www.beta.companieshouse.gov.uk)

### Change to your company information

If you need to make any changes to

- Part 1 Principal business activities or standard industrial classification
  - Part 2 Statement of capital
  - Part 3 Trading status of shares and exemption from keeping records of people with significant control (PSC)
  - Part 4 Shareholder information
  - Part 5 Information about people with significant control (PSC)
- Use the additional parts of this form to do this

### Other changes

If you need to make any  
changes to

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A19 11/10/2016 #238  
COMPANIES HOUSE

## 1 Company details

Company number	0	3	2	4	6	4	6	9
Company name in full	OXAGEN LIMITED							

→ **Filing in this form**  
Please complete in typescript or in  
bold black capitals

## 2 Confirmation date

Please give the confirmation statement date. You must deliver this form within  
14 days of this date. Please check your company records for the date of your  
confirmation period.

Confirmation date ① 0 5 / 0 9 / 2 0 1 6

① **Check when your confirmation  
statement is due**  
To check your confirmation  
statement date  
[www.beta.companieshouse.gov.uk](http://www.beta.companieshouse.gov.uk)  
  
You can make a statement at  
any time during the confirmation  
period. This will change your next  
confirmation date.

## 3 Confirmation statement

I confirm that all information required to be delivered by the company pursuant  
to section 853A(1)(a) of the Companies Act 2006 in relation to the confirmation  
period ending on the confirmation date above either has been delivered or is  
being delivered with this statement.

Signature

Signature

*Timothy Edwards*

This form may be signed by  
Director ②, Secretary, Person authorised ③, Charity commission receiver and  
manager, CIC manager, Judicial factor

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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## Confirmation statement

**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	David Walder									
Company name	Covington and Burling LLP									
Address	265 Strand									
Post town	London									
Country/Region										
Postcode		W	C	2	R		1	B	H	
Country	United Kingdom									
DX										
Telephone	0207 067 2000									

**Checklist**

We may return 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 checked the company information that we hold
- ☐ You have shown any relevant changes made to your information on the additional parts to this form or filed the appropriate form before or at the same time as this confirmation statement
- ☐ You have signed the form
- ☐ You have enclosed the correct fee if appropriate

**How to pay**

You must include a £40 fee with the first Confirmation Statement you file each year. Further Confirmation Statements made in the same year don't require a fee.

Make cheques or postal orders payable to 'Companies House'.

**Important information**

All information on this form will appear on the public record, apart from information relating to usual residential addresses and day of birth.

**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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)

# CS01- additional information page

## Confirmation statement

### Part 2

### Statement of capital change

Complete this part in full if there has been any change to your share capital or prescribed particulars since the last statement of capital was delivered

✓ This part must be sent at the same time as your confirmation statement

✗ Not required for companies without share capital

For further information, please refer to our guidance at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

You must complete both sections B1 and B2

#### B1

#### Share capital

Complete the table(s) below to show the issued share capital

Complete a separate table for each currency (if appropriate) For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'

Continuation pages  
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
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##### Currency table A

GBP	ORDINARY	4,281,641	£4,281 641	
GBP	SERIES A PREFERENCE	60,097,882	£60,097 882	
GBP	SERIES B PREFERENCE	511,111,101	£511,111 101	
Totals		575,490,624	£575,490 624	NIL

##### 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
1,025,568,233	£1,025,568 233	NIL

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

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

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**B2**

**Prescribed particulars**

Please give the prescribed particulars of rights attached to each class of share shown in the 'share capital' tables in **Section B1**

**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

Please use a prescribed particulars continuation page if necessary

Class of share	ORDINARY
Prescribed particulars	EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCE AND HAS RIGHTS TO DIVIDENDS AND DISTRIBUTIONS AFTER PREFERENTIAL RIGHTS HAVE BEEN EXERCISED
Class of share	SERIES A CONVERTIBLE PREFERENCE
Prescribed particulars	THE SERIES A CONVERTIBLE PREFERENCE SHARES HAVE VOTING RIGHTS RANKING PARI PASSU TO THE RIGHTS OF THE HOLDERS OF THE ORDINARY SHARES AND OTHER PREFERENCE SHARES, BUT IN THE EVENT OF A LIQUIDATION OR A WINDING UP OF THE COMPANY THE SHAREHOLDERS ARE ENTITLED TO RECEIVE A LIQUIDATION PREFERENCE AMOUNT IN PRIORITY OVER THE ORDINARY SHAREHOLDERS THE TIMING AND THE RATE OF CONVERSION OF THESE SERIES A PREFERENCE SHARES INTO ORDINARY SHARES IS REGULATED BY PROVISIONS IN THE ARTICLES
Class of share	SERIES B CONVERTIBLE PREFERENCE
Prescribed particulars	THE SERIES B CONVERTIBLE PREFERENCE SHARES HAVE VOTING RIGHTS RANKING PARI PASSU TO THE RIGHTS OF THE HOLDERS OF THE ORDINARY SHARES AND OTHER PREFERENCE SHARES, BUT IN THE EVENT OF A LIQUIDATION OR A WINDING UP OF THE COMPANY THE SHAREHOLDERS ARE ENTITLED TO RECEIVE A LIQUIDATION PREFERENCE AMOUNT IN PRIORITY OVER THE ORDINARY SHAREHOLDERS AND THE SERIES A CONVERTIBLE PREFERENCE SHAREHOLDERS THE TIMING AND THE RATE OF CONVERSION OF THESE SERIES B PREFERENCE SHARES INTO ORDINARY SHARES IS REGULATED BY PROVISIONS IN THE ARTICLES

# CS01- continuation page

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**B2**

## Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section B1

Class of share

**SERIES C CONVERTIBLE PREFERENCE**

Prescribed particulars  
①

THE SERIES C CONVERTIBLE PREFERENCE SHARES HAVE VOTING RIGHTS RANKING PARI PASSU TO THE RIGHTS OF THE HOLDERS OF THE ORDINARY SHARES AND OTHER PREFERENCE SHARES, BUT IN THE EVENT OF A LIQUIDATION OR A WINDING UP OF THE COMPANY THE SHAREHOLDERS ARE ENTITLED TO RECEIVE A LIQUIDATION PREFERENCE AMOUNT IN PRIORITY OVER THE ORDINARY SHAREHOLDERS AND THE SERIES A AND SERIES B CONVERTIBLE PREFERENCE SHAREHOLDERS THE TIMING AND THE RATE OF CONVERSION OF THESE SERIES C PREFERENCE SHARES INTO ORDINARY SHARES IS REGULATED BY PROVISIONS IN THE ARTICLES

### 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

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## Confirmation statement

**G1**

### Relevant legal entity (RLE) particulars

How to fill in this table

- Enter the particulars relating to this RLE currently entered in the PSC register in column 1
- Use column 2 to indicate information that was previously entered in the register (if applicable)
- Give the date of any change from previous to current information
- If you need to show more than one change to any of the particulars use a continuation page
- If you need to enter more than 1 date on which an RLE became (or ceased to be) registrable, use a continuation page

### RLE details

	1) Current	2) Previous	Date of change
Corporate or firm name	MPM BioVentures III-QP, L P		/ /
Building name/ number	200		/ /
Street	Clarendon Street		
Post town	Boston		
Postcode	M A 0 2 1 1 6		
Country	USA		

### Legal form and governing law

Please give details of the legal form of the RLE and the law by which it is governed. If applicable, please also give details of the register of companies in which it is entered (including the country/state) and its registration number in that register.

	1) Current	2) Previous	Date of change
Legal form of the corporate body or firm	Limited Partnership		/ /
Governing law	Delaware		/ /
If applicable, register in which the RLE is entered	US Securities and Exchange Commission		/ /
Country/State	USA		/ /
Registration number	0001173409		/ /

Date that this RLE became registrable (This cannot be before 06/04/2016)	Date (if applicable) that this RLE ceased to be registrable
0 6 0 4 2 0 1 6	d d m m y y y y

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**G2**

## RLE nature of control

How to fill in this table

- Put a tick against the current nature of control relating to this RLE entered in the PSC register in column 1
- Use column 2 to indicate any nature of control that was previously entered in the register
- Show any changes in chronological order (starting with the most recent) and give the date of change from previous to current information
- If you need to show more than 1 change, please use a continuation page

1) Current (as at the confirmation statement date)	2) Previous	Date of change
<b>Nature of control</b>  <b>Ownership of shares</b>  1 The RLE holds, directly or indirectly, the following percentage of shares in the company (tick only one)  <input checked="" type="checkbox"/> 1a) more than 25% but not more than 50% <input type="checkbox"/> 1b) more than 50% but less than 75% <input type="checkbox"/> 1c) 75% or more	<b>Nature of control</b>  <b>Ownership of shares</b>  <input type="checkbox"/> 1a <input type="checkbox"/> 1b <input type="checkbox"/> 1c	/ /
<b>Ownership of voting rights</b>  2 The RLE holds, directly or indirectly, the following percentage of voting rights in the company (tick only one)  <input checked="" type="checkbox"/> 2a) more than 25% but not more than 50% <input type="checkbox"/> 2b) more than 50% but less than 75% <input type="checkbox"/> 2c) 75% or more	<b>Ownership of voting rights</b>  <input type="checkbox"/> 2a <input type="checkbox"/> 2b <input type="checkbox"/> 2c	/ /
<b>Ownership of right to appoint/ remove directors</b>  <input type="checkbox"/> The RLE holds, directly or indirectly, the right to appoint or remove a majority of the board of directors of the company	<b>Ownership of right to appoint/ remove directors</b>  <input type="checkbox"/> 3	/ /

Only complete this section if none of the above apply

1) Current	2) Previous	Date of change
<input type="checkbox"/> The RLE has the right to exercise, or actually exercises, significant influence or control over the company	<input type="checkbox"/> The RLE has the right to exercise, or actually exercises, significant influence or control over the company	/ /