

**Return of Allotment of Shares**Company Name: **PHARMACY2U LIMITED**Company Number: **03802593**Received for filing in Electronic Format on the: **21/07/2017**

X6B62A89

Shares Allotted (including bonus shares)

| Date or period during which shares are allotted | From | To |
|--|-------------------|-------------------|
| | 28/04/2017 | 11/05/2017 |

| | | | |
|-------------------------|-------------------|-----------------------------|---------------|
| Class of Shares: | E ORDINARY | Number allotted | 455168 |
| Currency: | GBP | Nominal value of each share | 0.1 |
| | | Amount paid: | 0.1 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

| | | | |
|-------------------------|-------------------|-----------------------------|----------------|
| Class of Shares: | F ORDINARY | Number allotted | 3076424 |
| Currency: | GBP | Nominal value of each share | 0.1 |
| | | Amount paid: | 2.27 |
| | | Amount unpaid: | 0 |

No shares allotted other than for cash

Statement of Capital (Share Capital)

| | | | |
|-------------------------|-----------------|--------------------------|---------------|
| Class of Shares: | DEFERRED | Number allotted | 200000 |
| Currency: | GBP | Aggregate nominal value: | 20 |

Prescribed particulars

A ORDINARY SHARES SHALL NOT PARTICIPATE IN THE DISTRIBUTION OF PROFITS AND HOLDERS OF THE A ORDINARY SHARES ARE NOT ENTITLED TO VOTE AT GENERAL MEETINGS OF THE COMPANY. WHERE NO EXIT EVENT HAS OCCURRED THAT WHERE THE EXIT PROCEEDS EXCEED £25.0M THEN THE HOLDERS SHALL NOT PARTICIPATE IN THE DISTRIBUTION OF THE CAPITAL OF THE COMPANY SHOULD THE COMPANY BE WOUND UP. IN THE EVENT OF AN EXIT WHERE THE EXIT PROCEEDS EXCEED £25.0M THEN THE HOLDERS OF EACH A ORDINARY SHARE SHALL BE ENTITLED TO AN AMOUNT EQUAL TO 1.00 X THE VALUE ATTRIBUTED TO ONE ORDINARY SHARE IF THE VALUE OF EXIT PROCEEDS IS BETWEEN £25.0M AND £60.0M, 1.25 X THE VALUE ATTRIBUTED TO ONE ORDINARY SHARE IF THE VALUE OF EXIT PROCEEDS IS BETWEEN £60.0M AND £100.0M AND 1.5 X THE VALUE ATTRIBUTED TO ONE ORDINARY SHARE IF THE VALUE OF EXIT PROCEEDS EXCEEDS £100.0M. FOLLOWING AN EXIT WHICH WHERE THE EXIT PROCEEDS EXCEED £25.0M THEN THE HOLDERS OF THE A ORDINARY SHARES SHALL HAVE AND BE ENTITLED TO THE SAME RIGHTS AS AND SHALL RANK PARI PASSU IN ALL RESPECTS WITH THE HOLDERS OF THE ORDINARY SHARES ALREADY IN ISSUE.

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|-------------------------|-----------------|--------------------------|-----------------|
| Class of Shares: | ORDINARY | Number allotted | 7019663 |
| Currency: | GBP | Aggregate nominal value: | 701966.3 |

Prescribed particulars

DEFINITIONS AS PER THE COMPANY'S ARTICLES OF ASSOCIATION. EACH ORDINARY SHARE CARRIES THE RIGHT TO ONE VOTE. EACH ORDINARY SHARE CARRIES THE RIGHT TO PARTICIPATE IN DISTRIBUTIONS IN LINE WITH THE B SHARE PER CENT. B SHARE PERCENT OF THE EXIT PROCEEDS SHALL BE ALLOCATED TO THE HOLDERS OF THE ORDINARY SHARES PRO RATA AS IF CONSTITUTED ONE CLASS OF SHARE. THE ORDINARY SHARES ARE NOT REDEEMABLE.

| | | | |
|-------------------------|-----------------|--------------------------|-----------------|
| Class of Shares: | A1 | Number allotted | 3324356 |
| | ORDINARY | Aggregate nominal value: | 332435.6 |

Currency: **GBP**

Prescribed particulars

DEFINITIONS AS PER THE COMPANY'S ARTICLES OF ASSOCIATION. EACH A1 ORDINARY SHARE CARRIES THE RIGHT TO ONE VOTE. EACH A1 ORDINARY SHARE CARRIES THE RIGHT TO PARTICIPATE IN DISTRIBUTIONS IN LINE WITH THE A SHARE PER CENT. A SHARE PERCENT OF THE EXIT PROCEEDS SHALL BE ALLOCATED TO THE HOLDERS OF THE A1 ORDINARY SHARES PRO RATA AS IF CONSTITUTED ONE CLASS OF SHARE. THE A1 ORDINARY SHARES ARE NOT REDEEMABLE.

| | | | |
|-------------------------|-----------------|--------------------------|-----------------|
| Class of Shares: | A2 | Number allotted | 1903579 |
| | ORDINARY | Aggregate nominal value: | 190357.9 |

Currency: **GBP**

Prescribed particulars

DEFINITIONS AS PER THE COMPANY'S ARTICLES OF ASSOCIATION. EACH A2 ORDINARY SHARE CARRIES THE RIGHT TO ONE VOTE. EACH A2 ORDINARY SHARE CARRIES THE RIGHT TO PARTICIPATE IN DISTRIBUTIONS IN LINE WITH THE A SHARE PER CENT. A SHARE PERCENT OF THE EXIT PROCEEDS SHALL BE ALLOCATED TO THE HOLDERS OF THE A2 ORDINARY SHARES PRO RATA AS IF CONSTITUTED ONE CLASS OF SHARE. THE A2 ORDINARY SHARES ARE NOT REDEEMABLE.

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|-------------------------|-----------------|--------------------------|---------------------|
| Class of Shares: | B | Number allotted | 3356405 |
| | ORDINARY | Aggregate nominal value: | 334640.29131 |

Currency: **GBP**

Prescribed particulars

DEFINITIONS AS PER THE COMPANY'S ARTICLES OF ASSOCIATION. EACH B ORDINARY SHARE CARRIES THE RIGHT TO ONE VOTE. EACH B ORDINARY SHARE CARRIES THE RIGHT TO PARTICIPATE IN DISTRIBUTIONS IN LINE WITH THE B SHARE PER CENT. B SHARE PERCENT OF THE EXIT PROCEEDS SHALL BE ALLOCATED TO THE HOLDERS OF THE B ORDINARY SHARES PRO RATA AS IF CONSTITUTED ONE CLASS OF SHARE. THE B ORDINARY SHARES ARE NOT REDEEMABLE.

| | | | |
|-------------------------|-----------------|--------------------------|-----------------|
| Class of Shares: | C1 | Number allotted | 3199436 |
| | ORDINARY | Aggregate nominal value: | 319943.6 |

Currency: **GBP**

Prescribed particulars

DEFINITIONS AS PER THE COMPANY'S ARTICLES OF ASSOCIATION. EACH C1 ORDINARY SHARE CARRIES THE RIGHT TO ONE VOTE. EACH C1 ORDINARY SHARE CARRIES THE RIGHT TO PARTICIPATE IN DISTRIBUTIONS IN LINE WITH THE C SHARE PER CENT. C SHARE PERCENT OF THE EXIT PROCEEDS SHALL BE ALLOCATED TO THE HOLDERS OF THE C1 ORDINARY SHARES PRO RATA AS IF CONSTITUTED ONE CLASS OF SHARE. THE C1 ORDINARY SHARES ARE NOT REDEEMABLE.

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|-------------------------|-----------------|--------------------------|-----------------|
| Class of Shares: | C2 | Number allotted | 2581777 |
| | ORDINARY | Aggregate nominal value: | 258177.7 |

Currency: **GBP**

Prescribed particulars

DEFINITIONS AS PER THE COMPANY'S ARTICLES OF ASSOCIATION. EACH C2 ORDINARY SHARE CARRIES THE RIGHT TO ONE VOTE. EACH C2 ORDINARY SHARE CARRIES THE RIGHT TO PARTICIPATE IN DISTRIBUTIONS IN LINE WITH THE C SHARE PER CENT. C SHARE PERCENT OF THE EXIT PROCEEDS SHALL BE ALLOCATED TO THE HOLDERS OF THE C2 ORDINARY SHARES PRO RATA AS IF CONSTITUTED ONE CLASS OF SHARE. THE C2 ORDINARY SHARES ARE NOT REDEEMABLE.

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|-------------------------|-----------------|--------------------------|----------------|
| Class of Shares: | D | Number allotted | 608476 |
| | ORDINARY | Aggregate nominal value: | 60847.6 |

Currency: **GBP**

Prescribed particulars

DEFINITIONS AS PER THE COMPANY'S ARTICLES OF ASSOCIATION. EACH D ORDINARY SHARE CARRIES THE RIGHT TO ONE VOTE. EACH D ORDINARY SHARE CARRIES THE RIGHT TO PARTICIPATE IN DISTRIBUTIONS IN LINE WITH THE D SHARE PER CENT. THE D ORDINARY SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

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|-----------|------------|--------------------------------|----------------------|
| Currency: | GBP | Total number of shares: | 22193692 |
| | | Total aggregate nominal value: | 2198388.99131 |
| | | 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.



Companies House

COMPANY NAME: PHARMACY2U LIMITED

COMPANY NUMBER: 03802593

A second filed SH01 was registered on 22/01/2018.