

**Return of Allotment of Shares**Company Name: **KUUR THERAPEUTICS LIMITED**Company Number: **05620555**Received for filing in Electronic Format on the: **20/05/2020**

X95HLG5U

**Shares Allotted (including bonus shares)**

Date or period during which  
shares are allotted

From  
**28/02/2020**

<b>Class of Shares:</b>	<b>C</b>	Number allotted	<b>19780220</b>
	<b>PREFERENCE</b>	Nominal value of each share	<b>0.1</b>
Currency:	<b>GBP</b>	Amount paid:	<b>0.1</b>
		Amount unpaid:	<b>0.0</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>ORDINARY</b>	Number allotted	<b>2800046</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>280004.6</b>

Prescribed particulars

**EACH ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH ORDINARY SHARE IS ENTITLED PARI PASSU TO DIVIDENDS PAYMENTS. THE ORDINARY SHARES ARE NOT REDEEMABLE AT THE OPTION OF THE COMPANY. ON A LIQUIDATION EVENT, BUSINESS SALE OR SHARE SALE (AS DEFINED BELOW), EACH ORDINARY SHARE RANKS BEHIND IN PRIORITY TO EACH C PREFERENCE SHARE, B PREFERENCE SHARE, A PREFERENCE SHARE AND BCM PREFERENCE SHARE. "LIQUIDATION EVENT" MEANS A RETURN OF ASSETS BY THE COMPANY ON A LIQUIDATION, DISSOLUTION, WINDING-UP OR CAPITAL REDUCTION OR OTHER SIMILAR EVENT. "BUSINESS SALE" MEANS: (I) A SALE OR TRANSFER OF THE WHOLE, OR SUBSTANTIALLY THE WHOLE, OF THE BUSINESS AND ASSETS OF THE COMPANY; OR (II) THE EXCLUSIVE LICENSING, IN A SINGLE TRANSACTION OR A SERIES OF RELATED TRANSACTIONS, BY THE COMPANY OR ANY SUBSIDIARY OF ALL OR SUBSTANTIALLY ALL OF THE INTELLECTUAL PROPERTY OF THE COMPANY AND ITS SUBSIDIARIES TAKEN AS A WHOLE. "SHARE SALE" MEANS: (I) AN ACQUISITION OF A CONTROLLING INTEREST OF THE COMPANY (WHETHER EFFECTED BY WAY OF A SINGLE TRANSACTION OR A NUMBER OF TRANSACTIONS OVER A PERIOD OF NO LONGER THAN TWELVE MONTHS) BY ANY THIRD PARTY INVESTORS; (II) A CONSOLIDATION OR MERGER OF THE COMPANY WITH OR INTO ONE OR MORE THIRD PARTY INVESTORS; (III) A CONSOLIDATION OR MERGER OF ANY SUBSIDIARY WITH OR INTO ONE OR MORE THIRD PARTY INVESTORS IN WHICH THE COMPANY ISSUES ANY SHARE; OR (IV) ANY OTHER FORM OF CORPORATE REORGANISATION IN WHICH ANY SHARE IS EXCHANGED FOR, OR CONVERTED INTO, CASH OR SECURITIES OF A THIRD PARTY INVESTOR OR OTHER PROPERTY.**

<b>Class of Shares:</b>	<b>A</b>	Number allotted	<b>3686967</b>
	<b>PREFERENCE</b>	Aggregate nominal value:	<b>368696.7</b>
Currency:	<b>GBP</b>		

Prescribed particulars

**EACH A PREFERENCE SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH A PREFERENCE SHARE IS ENTITLED PARI PASSU TO DIVIDENDS PAYMENTS. THE**

A PREFERENCE SHARES ARE NOT REDEEMABLE AT THE OPTION OF THE COMPANY. ON A LIQUIDATION EVENT, BUSINESS SALE OR SHARE SALE (AS DEFINED BELOW), EACH A PREFERENCE SHARE RANKS IN PRIORITY TO EACH ORDINARY SHARE AND BCM PREFERENCE SHARE AND RANKS BEHIND IN PRIORITY TO EACH C PREFERENCE SHARE AND B PREFERENCE SHARE. "LIQUIDATION EVENT" MEANS A RETURN OF ASSETS BY THE COMPANY ON A LIQUIDATION, DISSOLUTION, WINDING-UP OR CAPITAL REDUCTION OR OTHER SIMILAR EVENT. "BUSINESS SALE" MEANS: (I) A SALE OR TRANSFER OF THE WHOLE, OR SUBSTANTIALLY THE WHOLE, OF THE BUSINESS AND ASSETS OF THE COMPANY; OR (II) THE EXCLUSIVE LICENSING, IN A SINGLE TRANSACTION OR A SERIES OF RELATED TRANSACTIONS, BY THE COMPANY OR ANY SUBSIDIARY OF ALL OR SUBSTANTIALLY ALL OF THE INTELLECTUAL PROPERTY OF THE COMPANY AND ITS SUBSIDIARIES TAKEN AS A WHOLE. "SHARE SALE" MEANS: (I) AN ACQUISITION OF A CONTROLLING INTEREST OF THE COMPANY (WHETHER EFFECTED BY WAY OF A SINGLE TRANSACTION OR A NUMBER OF TRANSACTIONS OVER A PERIOD OF NO LONGER THAN TWELVE MONTHS) BY ANY THIRD PARTY INVESTORS; (II) A CONSOLIDATION OR MERGER OF THE COMPANY WITH OR INTO ONE OR MORE THIRD PARTY INVESTORS; (III) A CONSOLIDATION OR MERGER OF ANY SUBSIDIARY WITH OR INTO ONE OR MORE THIRD PARTY INVESTORS IN WHICH THE COMPANY ISSUES ANY SHARE; OR (IV) ANY OTHER FORM OF CORPORATE REORGANISATION IN WHICH ANY SHARE IS EXCHANGED FOR, OR CONVERTED INTO, CASH OR SECURITIES OF A THIRD PARTY INVESTOR OR OTHER PROPERTY.

<b>Class of Shares:</b>	<b>B</b>	Number allotted	<b>6993007</b>
	<b>PREFERENCE</b>	Aggregate nominal value:	<b>699300.7</b>

Currency: **GBP**

Prescribed particulars

EACH B PREFERENCE SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH B PREFERENCE SHARE IS ENTITLED PARI PASSU TO DIVIDENDS PAYMENTS. THE B PREFERENCE SHARES ARE NOT REDEEMABLE AT THE OPTION OF THE COMPANY. ON A LIQUIDATION EVENT, BUSINESS SALE OR SHARE SALE (AS DEFINED BELOW), EACH B PREFERENCE SHARE RANKS IN PRIORITY TO EACH A PREFERENCE SHARE, BCM PREFERENCE SHARE AND ORDINARY SHARE AND RANKS BEHIND IN PRIORITY TO EACH C PREFERENCE SHARE. "LIQUIDATION EVENT" MEANS A RETURN OF ASSETS BY THE COMPANY ON A LIQUIDATION, DISSOLUTION, WINDING-UP OR CAPITAL REDUCTION OR OTHER SIMILAR EVENT. "BUSINESS SALE" MEANS: (I) A SALE OR TRANSFER OF

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<b>Class of Shares:</b>	<b>C</b>	Number allotted	<b>451388</b>
	<b>PREFERENCE</b>	Aggregate nominal value:	<b>45138.8</b>

Currency: **GBP**

Prescribed particulars

EACH C PREFERENCE SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH C PREFERENCE SHARE IS ENTITLED PARI PASSU TO DIVIDENDS PAYMENTS. THE C PREFERENCE SHARES ARE NOT REDEEMABLE AT THE OPTION OF THE COMPANY. ON A LIQUIDATION EVENT, BUSINESS SALE OR SHARE SALE (AS DEFINED BELOW), EACH C PREFERENCE SHARE RANKS IN PRIORITY TO EACH B PREFERENCE SHARE, A PREFERENCE SHARE, BCM PREFERENCE SHARE AND ORDINARY SHARE. "LIQUIDATION EVENT" MEANS A RETURN OF ASSETS BY THE COMPANY ON A LIQUIDATION, DISSOLUTION, WINDING-UP OR CAPITAL REDUCTION OR OTHER SIMILAR EVENT. "BUSINESS SALE" MEANS: (I) A SALE OR TRANSFER OF THE WHOLE, OR SUBSTANTIALLY THE WHOLE, OF THE BUSINESS AND ASSETS OF THE COMPANY; OR (II) THE EXCLUSIVE LICENSING, IN A SINGLE TRANSACTION OR A SERIES OF RELATED TRANSACTIONS, BY THE COMPANY OR ANY SUBSIDIARY OF ALL OR SUBSTANTIALLY ALL OF THE INTELLECTUAL PROPERTY OF THE COMPANY AND ITS SUBSIDIARIES TAKEN AS A WHOLE. "SHARE SALE" MEANS: (I) AN ACQUISITION OF A CONTROLLING INTEREST OF THE COMPANY (WHETHER EFFECTED BY WAY OF A SINGLE TRANSACTION OR A NUMBER OF TRANSACTIONS OVER A PERIOD OF NO LONGER THAN TWELVE MONTHS) BY ANY THIRD PARTY INVESTORS; (II) A CONSOLIDATION OR

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<b>Class of Shares:</b>	<b>C</b>	Number allotted	<b>26073927</b>
	<b>PREFERENCE</b>	Aggregate nominal value:	<b>2607392.7</b>

Currency: **GBP**

Prescribed particulars

**EACH C PREFERENCE SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH C PREFERENCE SHARE IS ENTITLED PARI PASSU TO DIVIDENDS PAYMENTS. THE C PREFERENCE SHARES ARE NOT REDEEMABLE AT THE OPTION OF THE COMPANY. ON A LIQUIDATION EVENT, BUSINESS SALE OR SHARE SALE (AS DEFINED BELOW), EACH C PREFERENCE SHARE RANKS IN PRIORITY TO EACH B PREFERENCE SHARE, A PREFERENCE SHARE, BCM PREFERENCE SHARE AND ORDINARY SHARE. "LIQUIDATION EVENT" MEANS A RETURN OF ASSETS BY THE COMPANY ON A LIQUIDATION, DISSOLUTION, WINDING-UP OR CAPITAL REDUCTION OR OTHER SIMILAR EVENT. "BUSINESS SALE" MEANS: (I) A SALE OR TRANSFER OF THE WHOLE, OR SUBSTANTIALLY THE WHOLE, OF THE BUSINESS AND ASSETS OF THE COMPANY; OR (II) THE EXCLUSIVE LICENSING, IN A SINGLE TRANSACTION OR A SERIES OF RELATED TRANSACTIONS, BY THE COMPANY OR ANY SUBSIDIARY OF ALL OR SUBSTANTIALLY ALL OF THE INTELLECTUAL PROPERTY OF THE COMPANY AND ITS SUBSIDIARIES TAKEN AS A WHOLE. "SHARE SALE" MEANS: (I) AN ACQUISITION OF A CONTROLLING INTEREST OF THE COMPANY (WHETHER EFFECTED BY WAY OF A SINGLE TRANSACTION OR A NUMBER OF TRANSACTIONS OVER A PERIOD OF NO LONGER THAN TWELVE MONTHS) BY ANY THIRD PARTY INVESTORS; (II) A CONSOLIDATION OR MERGER OF THE COMPANY WITH OR INTO ONE OR MORE THIRD PARTY INVESTORS; (III) A CONSOLIDATION OR MERGER OF ANY SUBSIDIARY WITH OR INTO ONE OR MORE THIRD PARTY INVESTORS IN WHICH THE COMPANY ISSUES ANY SHARE; OR (IV) ANY OTHER FORM OF CORPORATE REORGANISATION IN WHICH ANY SHARE IS EXCHANGED FOR, OR CONVERTED INTO, CASH OR SECURITIES OF A THIRD PARTY INVESTOR OR OTHER PROPERTY.**

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## Statement of Capital (Totals)

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Currency:	<b>GBP</b>	Total number of shares:	<b>40005335</b>
		Total aggregate nominal value:	<b>4000533.5</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.