



Companies House

**AR01** (ef)

**Annual Return**



X4YN3HHE

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*Company Name:* **ADAPTIMMUNE LIMITED**

*Company Number:* **06456741**

*Date of this return:* **19/12/2015**

*SIC codes:* **72190**

*Company Type:* **Private company limited by shares**

*Situation of Registered Office:* **101 PARK DRIVE  
MILTON PARK  
ABINGDON  
UNITED KINGDOM  
OX14 4RY**

## Single Alternative Inspection Location (SAIL)

*The address for an alternative location to the company's registered office for the inspection of registers is:*

**9400 GARSINGTON ROAD  
OXFORD BUSINESS PARK  
OXFORD  
UNITED KINGDOM  
OX4 2HN**

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*The following records have moved to the single alternative inspection location:*

Register of members (section 114)  
Register of directors (section 162)  
Register of secretaries (section 275)  
Register of debenture holders (section 743)

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### Officers of the company

#### *Company Secretary 1*

*Type:* **Person**  
*Full forename(s):* **MS MARGARET**

*Surname:* **HENRY**

*Former names:*

*Service Address recorded as Company's registered office*

*Company Director* 1

Type: **Person**

Full forename(s): **DR ALI**

Surname: **BEHBAHANI**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED STATES**

Date of Birth: **\*\*/12/1976**

Nationality: **AMERICAN**

Occupation: **VENTURE CAPITALIST**

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*Company Director* 2

Type: **Person**

Full forename(s): **DR JONATHAN KENNETH CHARLES**

Surname: **KNOWLES**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **SWITZERLAND**

Date of Birth: **\*\*/12/1947**

Nationality: **BRITISH**

Occupation: **SCIENTIST**

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*Company Director*    **3**

*Type:*                                **Person**  
*Full forename(s):*                **MR IAN MICHAEL**

*Surname:*                            **LAING**

*Former names:*

*Service Address:*                **4 CHARLBURY ROAD**  
   **OXFORD**  
   **OX2 6UT**

*Country/State Usually Resident:*    **UNITED KINGDOM**

*Date of Birth:*    **\*\*/12/1946**                                *Nationality:*    **BRITISH**  
*Occupation:*    **COMPANY DIRECTOR**

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*Company Director* 4

Type: **Person**  
Full forename(s): **MR DAVID MORRELL**

Surname: **MOTT**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED STATES**

Date of Birth: **\*\*/09/1965** Nationality: **AMERICAN**

Occupation: **EXECUTIVE, GENERAL PARTNER**

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*Company Director* 5

Type: **Person**  
Full forename(s): **JAMES JULIAN**

Surname: **NOBLE**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **ENGLAND**

Date of Birth: **\*\*/03/1959** Nationality: **BRITISH**

Occupation: **DIRECTOR**

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*Company Director* 6

Type: **Person**  
Full forename(s): **DR C ELLIOTT**

Surname: **SIGAL**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED STATES**

Date of Birth: **\*\*/01/1952** Nationality: **AMERICAN**

Occupation: **DIRECTOR, EXECUTIVE**

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*Company Director* 7

Type: **Person**  
Full forename(s): **DR PETER ARMSTRONG**

Surname: **THOMPSON**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED STATES**

Date of Birth: **\*\*/05/1959** Nationality: **AMERICAN**

Occupation: **VENTURE CAPITALIST**

## Statement of Capital (Share Capital)

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<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>1000</b>
		<i>Aggregate nominal value</i>	<b>1</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.001</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

THE ORDINARY SHARES ARE NOT LIABLE TO BE REDEEMED. EACH ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH ORDINARY SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. EACH ORDINARY SHARE IS ENTITLED PARI PASSU TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.

<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>200000</b>
		<i>Aggregate nominal value</i>	<b>200</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0.01</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

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<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>15075</b>
		<i>Aggregate nominal value</i>	<b>15.075</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>4.96</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *Prescribed particulars*

THE ORDINARY SHARES ARE NOT LIABLE TO BE REDEEMED. EACH ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH ORDINARY SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. EACH ORDINARY SHARE IS ENTITLED PARI PASSU TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.

<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>144724</b>
		<i>Aggregate nominal value</i>	<b>144.724</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>6.2164</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

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<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>156776</b>
		<i>Aggregate nominal value</i>	<b>156.776</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>10.195</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

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<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>7575</b>
		<i>Aggregate nominal value</i>	<b>7.575</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>11.2</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

THE ORDINARY SHARES ARE NOT LIABLE TO BE REDEEMED. EACH ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH ORDINARY SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. EACH ORDINARY SHARE IS ENTITLED PARI PASSU TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.

<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>199257</b>
		<i>Aggregate nominal value</i>	<b>199.257</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>11.63</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

THE ORDINARY SHARES ARE NOT LIABLE TO BE REDEEMED. EACH ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH ORDINARY SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. EACH ORDINARY SHARE IS ENTITLED PARI PASSU TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.



<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>1089294</b>
		<i>Aggregate nominal value</i>	<b>1089.294</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>14</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

THE ORDINARY SHARES ARE NOT LIABLE TO BE REDEEMED. EACH ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH ORDINARY SHARE IS ENTITLED PARI PASSU TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION. EACH ORDINARY SHARE IS ENTITLED PARI PASSU TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.

<b>Class of shares</b>	<b>SERIES A PREFERRED</b>	<i>Number allotted</i>	<b>1758418</b>
		<i>Aggregate nominal value</i>	<b>1758.418</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>35.5702</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

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## Statement of Capital (Totals)

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<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>3572119</b>
		<i>Total aggregate nominal value</i>	<b>3572.119</b>

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## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 19/12/2015 or that had ceased to be shareholders since the made up date of the previous Annual Return

*A full list of shareholders for the company are shown below*

*Shareholding 1* : 0 ORDINARY shares held as at the date of this return  
46222 shares transferred on 2015-02-23

*Name:* CHRISTINA JANE BLACKWELL

*Shareholding 2* : 0 ORDINARY shares held as at the date of this return  
94668 shares transferred on 2015-02-23

*Name:* NIGEL STIRLING BLACKWELL

*Shareholding 3* : 0 ORDINARY shares held as at the date of this return

14337 shares transferred on 2015-02-23  
*Name:* WILLIAM THOMAS CHOWN

*Shareholding 4* : 0 ORDINARY shares held as at the date of this return  
290428 shares transferred on 2015-02-23  
*Name:* NICHOLAS JOHN CROSS

*Shareholding 5* : 0 ORDINARY shares held as at the date of this return  
13295 shares transferred on 2015-02-23  
*Name:* FINANCIAL CONSULTANTS (JERSEY) LIMITED

*Shareholding 6* : 0 ORDINARY shares held as at the date of this return  
269767 shares transferred on 2015-02-23  
*Name:* IMMUNOCORE LIMITED

*Shareholding 7* : 0 ORDINARY shares held as at the date of this return  
47365 shares transferred on 2015-02-23  
*Name:* BENT KARSTEN JAKOBSEN

*Shareholding 8* : 0 ORDINARY shares held as at the date of this return  
25125 shares transferred on 2015-02-23  
*Name:* BENTE HELKJAER JAKOBSEN

*Shareholding 9* : 0 ORDINARY shares held as at the date of this return  
70676 shares transferred on 2015-02-23  
*Name:* JONATHAN KNOWLES

*Shareholding 10* : 0 ORDINARY shares held as at the date of this return  
290428 shares transferred on 2015-02-23  
*Name:* IAN MICHAEL LAING

*Shareholding 11* : 0 ORDINARY shares held as at the date of this return  
52728 shares transferred on 2015-02-23  
*Name:* PETER LAMMER

*Shareholding 12* : 0 ORDINARY shares held as at the date of this return  
89218 shares transferred on 2015-02-23  
*Name:* NIGEL BLACKWELL, NIGEL ROOTS AND JANE MAITLAND

*Shareholding 13* : 0 ORDINARY shares held as at the date of this return  
99726 shares transferred on 2015-02-23  
*Name:* JAMES JULIAN NOBLE

*Shareholding 14* : 0 ORDINARY shares held as at the date of this return

7143 shares transferred on 2015-02-23

*Name:* JOANNE CATHERINE NOBLE

*Shareholding 15* : 0 ORDINARY shares held as at the date of this return  
13295 shares transferred on 2015-02-23

*Name:* NUFRAME LIMITED

*Shareholding 16* : 0 ORDINARY shares held as at the date of this return  
46920 shares transferred on 2015-02-23

*Name:* JANET POINTER

*Shareholding 17* : 0 ORDINARY shares held as at the date of this return  
15640 shares transferred on 2015-02-23

*Name:* QUESTER ACADEMIC GP LIMITED AS GENERAL PARTNER OF THE SECOND ISIS  
COLLEGE FUND LIMITED PARTNERSHIP

*Shareholding 18* : 0 ORDINARY shares held as at the date of this return  
290428 shares transferred on 2015-02-23

*Name:* GEORGE EDWARD SILVANUS ROBINSON

*Shareholding 19* : 0 ORDINARY shares held as at the date of this return  
4695 shares transferred on 2015-02-23

*Name:* ST CATHERINE'S COLLEGE IN THE UNIVERSITY OF OXFORD

*Shareholding 20* : 0 ORDINARY shares held as at the date of this return  
18150 shares transferred on 2015-02-23

*Name:* HELEN KATRINA TAYTON-MARTIN

*Shareholding 21* : 0 ORDINARY shares held as at the date of this return  
7871 shares transferred on 2015-02-23

*Name:* THE CHANCELLOR, MASTERS AND SCHOLARS OF THE UNIVERSITY OF OXFORD

*Shareholding 22* : 0 ORDINARY shares held as at the date of this return  
5576 shares transferred on 2015-02-23

*Name:* VANNI EMANUELE TREVES

*Shareholding 23* : 0 SERIES A PREFERRED shares held as at the date of this return  
135511 shares transferred on 2015-02-23

*Name:* BEACON BIOVENTURES FUND III, LIMITED PARTNERSHIP

*Shareholding 24* : 0 SERIES A PREFERRED shares held as at the date of this return  
16939 shares transferred on 2015-02-23

*Name:* FINANCIAL CONSULTANTS (JERSEY) LIMITED

*Shareholding 25* : 0 SERIES A PREFERRED shares held as at the date of this return

84694 shares transferred on 2015-02-23  
*Name:* FORESITE CAPITAL FUND II, L.P.

*Shareholding 26* : 0 SERIES A PREFERRED shares held as at the date of this return  
34834 shares transferred on 2015-02-23  
*Name:* FOURTH AVENUE CAPITAL PARTNERS LP

*Shareholding 27* : 0 SERIES A PREFERRED shares held as at the date of this return  
16939 shares transferred on 2015-02-23  
*Name:* MERLIN NEXUS IV, LP

*Shareholding 28* : 0 SERIES A PREFERRED shares held as at the date of this return  
170 shares transferred on 2015-02-23  
*Name:* NEA VENTURES 2014, LIMITED PARTNERSHIP

*Shareholding 29* : 0 SERIES A PREFERRED shares held as at the date of this return  
592690 shares transferred on 2015-02-23  
*Name:* NEW ENTERPRISE ASSOCIATES14, LIMITED PARTNERSHIP

*Shareholding 30* : 0 SERIES A PREFERRED shares held as at the date of this return  
84694 shares transferred on 2015-02-23  
*Name:* NOVO A/S

*Shareholding 31* : 0 SERIES A PREFERRED shares held as at the date of this return  
254083 shares transferred on 2015-02-23  
*Name:* ORBIMED PRIVATE INVESTMENTS V, L.P.

*Shareholding 32* : 0 SERIES A PREFERRED shares held as at the date of this return  
3861 shares transferred on 2015-02-23  
*Name:* QUINTESSENCE FUND L.P.

*Shareholding 33* : 0 SERIES A PREFERRED shares held as at the date of this return  
5021 shares transferred on 2015-02-23  
*Name:* QVT FUND IV LP

*Shareholding 34* : 0 SERIES A PREFERRED shares held as at the date of this return  
29738 shares transferred on 2015-02-23  
*Name:* QVT FUND V LP

*Shareholding 35* : 0 SERIES A PREFERRED shares held as at the date of this return  
118572 shares transferred on 2015-02-23  
*Name:* RIDGEBACK CAPITAL MANAGEMENT LP

*Shareholding 36* : 0 SERIES A PREFERRED shares held as at the date of this return

33878 shares transferred on 2015-02-23  
*Name:* ROCK SPRINGS CAPITAL MASTER FUND LP

*Shareholding 37* : 0 SERIES A PREFERRED shares held as at the date of this return  
34479 shares transferred on 2015-02-23  
*Name:* SALTHILL INVESTORS (BERMUDA) L.P.

*Shareholding 38* : 0 SERIES A PREFERRED shares held as at the date of this return  
50215 shares transferred on 2015-02-23  
*Name:* SALTHILL PARTNERS, L.P.

*Shareholding 39* : 0 SERIES A PREFERRED shares held as at the date of this return  
2541 shares transferred on 2015-02-23  
*Name:* SIGAL FAMILY INVESTMENTS, LLC

*Shareholding 40* : 0 SERIES A PREFERRED shares held as at the date of this return  
169389 shares transferred on 2015-02-23  
*Name:* SMALLCAP WORLD FUND, INC.

*Shareholding 41* : 0 SERIES A PREFERRED shares held as at the date of this return  
16939 shares transferred on 2015-02-23  
*Name:* ST CATHERINE'S COLLEGE IN THE UNIVERSITY OF OXFORD

*Shareholding 42* : 0 SERIES A PREFERRED shares held as at the date of this return  
28113 shares transferred on 2015-02-23  
*Name:* THE CHANCELLOR, MASTERS AND SCHOLARS OF THE UNIVERSITY OF OXFORD

*Shareholding 43* : 0 SERIES A PREFERRED shares held as at the date of this return  
33878 shares transferred on 2015-02-23  
*Name:* VENBIO SELECT FUND LLC

*Shareholding 44* : 0 SERIES A PREFERRED shares held as at the date of this return  
11240 shares transferred on 2015-02-23  
*Name:* BRYAN WHITE

*Shareholding 45* : 1813701 ORDINARY shares held as at the date of this return  
*Name:* ADAPTIMMUNE THERAPEUTICS PLC

*Shareholding 46* : 1758418 SERIES A PREFERRED shares held as at the date of this return  
*Name:* ADAPTIMMUNE THERAPEUTICS PLC

## *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.