

SH01

Return of allotment of shares

Oyez

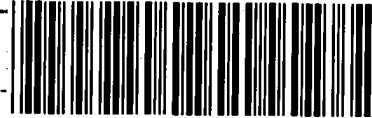


Go online to file this information
www.gov.uk/companieshouse

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

☐ What this form is NOT for
You cannot use this form to give
notice of shares taken on
formation of the company
for an allotment of a limited
number of shares by an unlimited
company.

TUESDAY



A7I4HWHC
A05 06/11/2018 #95
COMPANIES HOUSE

1 Company details

Company number 1 0 2 0 5 3 9 6

Company name in full INTEGUMEN PLC

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 3 1 1 0 2 0 1 8
To Date

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
GBP	ORDINARY SHARES	104,536,695	0.0001	0.0065	0

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)

82,844,388 ORDINARY SHARES ISSUED IN RELATION TO THE ACQUISITION OF AN
INTEREST IN CELLULAC PLC; 10,153,846 SHARES ISSUED TO SETTLE AMOUNTS DUE
TO A CREDITOR; & 11,538,461 SHARES ISSUED TO CELLULAC PLC IN LIEU OF
AMOUNTS DUE TO IT UNDER A LICENCE AGREEMENT.

SH01

Return of allotment of shares

4

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
GBP	ORDINARY SHARES	368,145,022	36,814.5022	
GBP	DEFERRED SHARES	223,685,232	2,214,483.7968	
Totals		591830254	2251298.299	0.00
Totals				
Totals				
Totals				
Totals (including continuation pages)		Total number of shares	Total aggregate nominal value ¹	Total aggregate amount unpaid ¹
		591830254	2251298.299	0.00

¹ Please list total aggregate values in different currencies separately.
For example: £100 + €100 + \$10 etc.

SH01

Return of allotment of shares

5

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.

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

ORDINARY SHARES

Prescribed particulars

1

EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS AND DOES NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of share

DEFERRED SHARES

Prescribed particulars

1

THE DEFERRED SHARES SHALL RANK PARI PASSU TOGETHER AS ONE CLASS AND SHALL HAVE THE RIGHTS AND ARE SUBJECT TO THE RESTRICTIONS SET OUT BELOW (PLEASE SEE CONTINUATION SHEET).

Class of share

Prescribed particulars

1

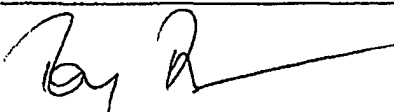
6

Signature

I am signing this form on behalf of the company.

Signature

Signature

X  X

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.

This form may be signed by:

Director 2, Secretary, Person authorised 3, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

SH01

Return of allotment of shares

 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	LEG/KVB/665421
Company name	BPE Solicitors LLP
Address	St James House
	St James Square
	Cheltenham
Post town	Gloucestershire
County/Region	
Postcode	G L 5 0 3 P R
Country	
DX	DX 141660 Cheltenham 11
Telephone	01242 224433
 Checklist	
We may return forms completed incorrectly or with information missing.	
Please make sure you have remembered the following:	
<input type="checkbox"/> The company name and number match the information held on the public Register.	
<input type="checkbox"/> You have shown the date(s) of allotment in Section 2.	
<input type="checkbox"/> You have completed all appropriate share details in Section 3.	
<input type="checkbox"/> You have completed the appropriate sections of the Statement of capital.	
<input type="checkbox"/> 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	

SH01 - continuation page

Return of allotment of shares



5	Statement of capital (prescribed particulars of rights attached to shares)
Class of share	DEFERRED SHARES
Prescribed particulars	<p>185.1 The deferred shares of £0.0099 each in the capital of the Company ("the Deferred Shares") shall rank pari passu together as one class and shall have the rights and are subject to the restrictions set out below, namely:</p> <p>185.1.1 the Deferred Shares have no right to participate in or receive any dividends declared, made or paid by the Company;</p> <p>185.1.2 the Deferred Shares have no right to receive notice of or attend or vote at any general or class meeting (other than a class meeting of the Deferred Shares) of the Company;</p> <p>185.1.3 the Deferred Shares are not transferable, save in accordance with 185.1.6 below;</p> <p>185.1.4 on a return of assets in a winding up the Deferred Shares shall rank pari passu with the Ordinary Shares;</p> <p>185.1.5 the Company may at its option at any time purchase all or any of the Deferred Shares then in issue at a price not exceeding one pound (£1.00) for all the Deferred Shares purchased;</p> <p>185.1.6 the Directors have irrevocable authority at any time to appoint any person to execute on behalf of the holders of the Deferred Shares a transfer thereof and/or an agreement to transfer the same, without making any payment to the holders thereof, to such person as the Directors may determine as custodian thereof and to cancel and/or purchase the Deferred Shares (in accordance with the provisions of statute) without making any payment to or obtaining the sanction of the holders thereof and, pending the transfer and/or cancellation and/or purchase of the same, to retain the certificate for such shares,</p> <p>but so that none of the rights or restrictions attached to such Deferred Shares shall be or be deemed to be varied or abrogated in any way by the passing or coming into effect of any resolution of the Company to reduce its share capital and/or reduce or cancel (as the case may be) its share premium account (including a resolution to reduce the capital paid up on, and to cancel, such Deferred Shares.</p>