

**Return of Allotment of Shares**Company Name: **VERTEX PHARMACEUTICALS (EUROPE) LIMITED**Company Number: **02907620**Received for filing in Electronic Format on the: **06/05/2020**

X94GNHVD

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
24/04/2020

Class of Shares:	ORDINARY	Number allotted	1000
Currency:	GBP	Nominal value of each share	1
		Amount paid:	891554.55
		Amount unpaid:	0

Non-cash consideration

**THE 1,000 ORDINARY SHARES HAVE BEEN ALLOTTED FOR THE CONSIDERATION OF A
\$1,100,000,000 LOAN NOTE ISSUED BY THE COMPANY'S SHAREHOLDER.**

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	129000
Currency:	GBP	Aggregate nominal value:	129000

Prescribed particulars

VOTING - A HOLDER OF AN ORDINARY SHARE HAS THE RIGHT TO RECEIVE NOTICE OF AND SPEAK AT GENERAL MEETINGS. IN ADDITION THE HOLDER OF EACH ORDINARY SHARE HAS ONE VOTE PER SHARE. THE HOLDER OF AN ORDINARY SHARE ALSO HAS THE RIGHT TO VOTE ON ANY MEMBERS' RESOLUTION THAT IS PROPOSED TO BE PASSED IN WRITING.

DIVIDENDS - AS REGARDS INCOME, ANY PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE, SHALL BE APPLIED AMONGST THE HOLDERS OF THE ORDINARY SHARES. UNLESS THE MEMBERS' RESOLUTION TO DECLARE OR DIRECTORS' DECISION TO PAY A DIVIDEND SPECIFIES OTHERWISE, DIVIDENDS MUST BE PAID BY REFERENCE TO EACH MEMBER'S HOLDING OF SHARES ON THE DATE OF THE RESOLUTION OR DECISION TO DECLARE OR PAY IT (I.E. IN PROPORTION TO THE RESPECTIVE HOLDINGS OF MEMBERS).

WINDING-UP - ON A RETURN OF ASSETS ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN PAYING TO THE HOLDERS OF THE ORDINARY SHARES AN AMOUNT EQUAL TO THE SUBSCRIPTION PRICE (INCLUSIVE OF ANY PREMIUM) PAID FOR SUCH SHARES AND, SUBJECT THERETO, THE BALANCE OF SUCH ASSETS SHALL BELONG TO AND BE DISTRIBUTED AMONGST THE HOLDERS OF THE ORDINARY SHARES IN PROPORTION TO THEIR RESPECTIVE HOLDINGS.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	129000
		Total aggregate nominal value:	129000
		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.