
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of March 2020

Commission File Number: 001-38067

Verona Pharma plc
(Translation of registrant's name into English)

3 More London Riverside
London SE1 2RE UK
+44 203 283 4200
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

INFORMATION CONTAINED IN THIS REPORT ON FORM 6-K

On March 20, 2020, Verona Pharma plc (the "Company") issued a press release (the "Issue of Equity and Total Voting Rights Announcement") reporting that the Company had issued 887,080 Ordinary Shares of 5 pence each following the vesting of restricted stock units held by former employees in the Company, Jan-Anders Karlsson and Piers Morgan.

Following admission to trading on AIM, the Company will have a total of 106,213,718 Ordinary Shares in issue, each carrying one voting right.

The Issue of Equity and Total Voting Rights Announcement is furnished herewith as Exhibit 1.1 to this Report on Form 6-K.

EXHIBIT INDEX

Exhibit No.	Description
1.1	Issue of Equity and Total Voting Rights Announcement

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

VERONA PHARMA PLC

Date: March 30, 2020

By: /s/ Claire Poll

Name: Claire Poll

Title: Legal Counsel



Verona Pharma

Issue of Equity and Total Voting Rights

March 20, 2020, LONDON – Verona Pharma plc (AIM:VRP) (Nasdaq:VRNA) (“Verona Pharma”), a clinical-stage biopharmaceutical company focused on developing and commercializing innovative therapies for respiratory diseases, announces that it yesterday issued 887,080 ordinary shares of 5 pence each (the “New Ordinary Shares”) following the vesting of restricted stock units held by former employees in the Company, Jan-Anders Karlsson and Piers Morgan.

Application will be made to the London Stock Exchange for the New Ordinary Shares to be admitted to trading on AIM, with dealings expected to commence on March 26, 2020 (“Admission”).

Total voting rights

Following Admission, the Company will have a total of 106,213,718 Ordinary Shares in issue each carrying one voting right. The Company does not hold any Ordinary Shares in Treasury. This figure of 106,213,718 Ordinary Shares may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, the share capital of the Company under the FCA’s Disclosure and Transparency Rules.

For further information, please contact:

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Tom Salvesen (Corporate Broking)	

