



Companies House
— for the record —

AR01 (ef)

Annual Return



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Company Name: **TIME OUT GROUP HC LIMITED**

Company Number: **07440171**

Date of this return: **15/11/2011**

SIC codes: **70210**

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

Situation of Registered Office: **3 CADOGAN GATE
CHELSEA
LONDON
UNITED KINGDOM
SW1X 0AS**

Officers of the company

Company Director 1

Type: **Person**
Full forename(s): **MR ALEXANDER FISKE**

Surname: **COLLINS**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **07/03/1971** Nationality: **ITALIAN**

Occupation: **CORPORATE FINANCE**

Company Director 2

Type: **Person**
Full forename(s): **MR PETER ADAM DAICHES**

Surname: **DUBENS**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **24/09/1966** Nationality: **BRITISH**

Occupation: **ENTREPRENEUR**

Company Director **3**

Type: **Person**

Full forename(s): **ANTHONY MICHAEL MANTON**

Surname: **ELLIOTT**

Former names:

Service Address recorded as Company's registered office

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

Date of Birth: **07/01/1947**

Nationality: **BRITISH**

Occupation: **NONE**

Company Director 4

Type: **Person**
Full forename(s): **BRENT SHAWZIN**

Surname: **HOBERMAN**

Former names:

Service Address: **11TH FLOOR NEWCOMBE HOUSE
NOTTING HILL GATE
LONDON
UNITED KINGDOM
W11 3LQ**

Country/State Usually Resident: **ENGLAND**

Date of Birth: **25/11/1968** *Nationality:* **BRITISH**
Occupation: **DIRECTOR**

Company Director **5**

Type: **Person**

Full forename(s): **MR DAVID JOHN**

Surname: **KING**

Former names:

Service Address: **52 GROVE PARK TERRACE
CHISWICK
LONDON
W4 3QE**

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

Date of Birth: **07/08/1959** *Nationality:* **BRITISH**

Occupation: **CHIEF EXECUTIVE OFFICER**

Company Director **6**

Type: **Person**
Full forename(s): **SIR ROBIN WILLIAM**

Surname: **MILLER**

Former names:

Service Address: **GLATTON HOUSE HIGH HADEN ROAD
GLATTON
HUNTINGDON
CAMBRIDGESHIRE
PE28 5RU**

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

Date of Birth: **19/12/1940** *Nationality:* **BRITISH**
Occupation: **DIRECTOR**

Statement of Capital (Share Capital)

| | | | |
|------------------------|-------------------|--------------------------------|-------------|
| Class of shares | ORDINARY B | <i>Number allotted</i> | 1500 |
| | | <i>Aggregate nominal value</i> | 150 |
| <i>Currency</i> | GBP | <i>Amount paid per share</i> | 0.1 |
| | | <i>Amount unpaid per share</i> | 0 |

Prescribed particulars

(A) VOTING RIGHTS – NO VOTING RIGHTS (B) INCOME RIGHTS – NO RIGHT TO INCOME UNLESS ALL OF THE PREFERENCE SHARES ARE REDEEMED OR AS OTHERWISE AGREED SUBJECT THERETO EACH A1 ORDINARY SHARE, A2 ORDINARY SHARE AND B ORDINARY SHARE SHALL RANK EQUALLY FOR ANY DIVIDENDS PAID THEREON. (C) CAPITAL RIGHTS – NO RIGHT TO CAPITAL UNLESS ALL OF THE PREFERENCE SHARES ARE REDEEMED. SUBJECT THERETO EACH A1 ORDINARY SHARE, A2 ORDINARY SHARE AND B ORDINARY SHARE SHALL RANK EQUALLY FOR ANY DISTRIBUTION MADE. (D) REDEMPTION RIGHTS – THE B ORDINARY SHARES ARE NOT REDEEMABLE, SAVE AS PROVIDED BY LAW.

| | | | |
|------------------------|-------------------|--------------------------------|------------|
| Class of shares | ORDINARY C | <i>Number allotted</i> | 1 |
| | | <i>Aggregate nominal value</i> | 0.1 |
| <i>Currency</i> | GBP | <i>Amount paid per share</i> | 0.1 |
| | | <i>Amount unpaid per share</i> | 0 |

Prescribed particulars

(A) VOTING RIGHTS – NO VOTING RIGHTS SAVE IN THE EVENT THAT THERE SHALL BE A MATERIAL RELEVANT EVENT IN WHICH CASE AND FOR LONG AS SUCH CONDITION SUBSISTS, THE C SHARE SHALL GIVE THE HOLDER SUCH NUMBER OF VOTES AS WOULD GIVE THE HOLDER OF THE C SHARE 75 PER CENT OF THE AGGREGATE VOTES AVAILABLE FROM TIME TO TIME IN THE COMPANY AT ANY GENERAL MEETING OF THE COMPANY OR BY WAY OF ANY RESOLUTION. (B) INCOME RIGHTS – NO RIGHT TO INCOME. (C) CAPITAL RIGHTS – NO RIGHT TO CAPITAL. (D) REDEMPTION RIGHTS – THE C ORDINARY SHARE IS NOT REDEEMABLE, SAVE AS PROVIDED BY LAW.

| | | | |
|------------------------|--------------------|--------------------------------|-------------|
| Class of shares | A1 ORDINARY | <i>Number allotted</i> | 4250 |
| | | <i>Aggregate nominal value</i> | 425 |
| <i>Currency</i> | GBP | <i>Amount paid per share</i> | 0.1 |
| | | <i>Amount unpaid per share</i> | 0 |

Prescribed particulars

(A) VOTING RIGHTS – ONE VOTE PER SHARE. (B) INCOME RIGHTS – NO RIGHT TO INCOME UNLESS ALL OF THE PREFERENCE SHARES ARE REDEEMED OR AS OTHERWISE AGREED. SUBJECT THERETO EACH A1 ORDINARY SHARE, A2 ORDINARY SHARE AND B ORDINARY SHARE SHALL RANK EQUALLY FOR ANY DIVIDENDS PAID THEREON. (C) CAPITAL RIGHTS – NO RIGHT TO CAPITAL UNLESS ALL OF THE PREFERENCE SHARES ARE REDEEMED. SUBJECT THERETO EACH A1 ORDINARY SHARE, A2 ORDINARY SHARE AND B ORDINARY SHARE SHALL RANK EQUALLY FOR ANY DISTRIBUTION MADE. (D) REDEMPTION RIGHTS – THE A1 ORDINARY SHARES ARE NOT REDEEMABLE, SAVE AS PROVIDED BY LAW.

| | | | |
|------------------------|--------------------|--------------------------------|-------------|
| Class of shares | A2 ORDINARY | <i>Number allotted</i> | 4250 |
| | | <i>Aggregate nominal value</i> | 425 |
| <i>Currency</i> | GBP | <i>Amount paid per share</i> | 0.1 |
| | | <i>Amount unpaid per share</i> | 0 |

Prescribed particulars

(A) VOTING RIGHTS – ONE VOTE PER SHARE. (B) INCOME RIGHTS – NO RIGHT TO INCOME UNLESS ALL OF THE PREFERENCE SHARES ARE REDEEMED OR AS OTHERWISE AGREED. SUBJECT THERETO EACH A1 ORDINARY SHARE, A2 ORDINARY SHARE AND B ORDINARY SHARE SHALL RANK EQUALLY FOR ANY DIVIDENDS PAID THEREON. (C) CAPITAL RIGHTS – NO RIGHT TO CAPITAL UNLESS ALL OF THE PREFERENCE SHARES ARE REDEEMED. SUBJECT THERETO EACH A1 ORDINARY SHARE, A2 ORDINARY SHARE AND B ORDINARY SHARE SHALL RANK EQUALLY FOR ANY DISTRIBUTION MADE. (D) REDEMPTION RIGHTS – THE A1 ORDINARY SHARES ARE NOT REDEEMABLE, SAVE AS PROVIDED BY LAW.

| | | | |
|------------------------|-------------------|--------------------------------|----------------|
| Class of shares | PREFERENCE | <i>Number allotted</i> | 6650000 |
| | | <i>Aggregate nominal value</i> | 6650000 |
| <i>Currency</i> | GBP | <i>Amount paid per share</i> | 1 |
| | | <i>Amount unpaid per share</i> | 0 |

Prescribed particulars

(A) VOTING RIGHTS – NO VOTING RIGHTS. (B) INCOME RIGHTS – NO RIGHT TO INCOME. (C) CAPITAL RIGHTS – THE PREFERENCE SHARES HAVE FULL RIGHTS TO CAPITAL IN PRIORITY TO OTHER CLASSES OF SHARE UP TO THE AMOUNT NECESSARY TO REDEEM THEM AT THE DATE OF THE CAPITAL DISTRIBUTION. (D) REDEMPTION RIGHTS – THE PREFERENCE SHARES ARE REDEEMABLE, IN ACCORDANCE WITH THE ARTICLES.

Statement of Capital (Totals)

| | | | |
|-----------------|------------|--------------------------------------|------------------|
| <i>Currency</i> | GBP | <i>Total number of shares</i> | 6660001 |
| | | <i>Total aggregate nominal value</i> | 6651000.1 |

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 15/11/2011 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

| | |
|---------------------------------------|--|
| <i>Shareholding 1</i> <i>Name:</i> | : 4250 A1 ORDINARY shares held as at the date of this return TO (BERMUDA) LIMITED |
| <i>Shareholding 2</i> <i>Name:</i> | : 400 ORDINARY B shares held as at the date of this return TO (BERMUDA) LTD |
| <i>Shareholding 3</i> <i>Name:</i> | : 1 ORDINARY C shares held as at the date of this return TO (BERMUDA) LTD |
| <i>Shareholding 4</i> <i>Name:</i> | : 6650000 PREFERENCE shares held as at the date of this return TO (BERMUDA) LTD |
| <i>Shareholding 5</i> <i>Name:</i> | : 400 ORDINARY B shares held as at the date of this return ANTHONY ELLIOTT |
| <i>Shareholding 6</i> <i>Name:</i> | : 400 ORDINARY B shares held as at the date of this return DAVID KING |
| <i>Shareholding 7</i> <i>Name:</i> | : 200 ORDINARY B shares held as at the date of this return DAVID PEPPER |
| <i>Shareholding 8</i> <i>Name:</i> | : 100 ORDINARY B shares held as at the date of this return PAUL RAKKAR |
| <i>Shareholding 9</i> <i>Name:</i> | : 4250 A2 ORDINARY shares held as at the date of this return ANTHONY ELLIOTT |

Authorisation

Authenticated

This form was authorised by one of the following:

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