

SH01

Return of allotment of shares

BLUEPRINT

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Please go to www.companieshouse.gov.uk

✓ 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 by sub-
scription on formation of the company
or allotment of a new class of shares
in an unlimited company

THURSDAY



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31/01/2013

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COMPANIES HOUSE

1 Company details

Company number 0 7 4 4 0 1 7 1

Company name in full TIME OUT GROUP HC LIMITED

→ Filing 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 d 1 d 8 m 1 m 2 y 2 y 0 y 1 y 2
To Date d d m m y y y y

① 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

Class of shares (E.g. Ordinary/Preference etc.)	Currency ②	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
B Preference	GBP	1,000,000	1.00	1.00	0.00

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)

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Statement of capital

Section 4 (also **Section 5** and **Section 6**, if appropriate) should reflect the company's issued capital at the date of this return

4 Statement of capital (Share capital in pound sterling (£))

Please complete the table below to show each class of shares held in pound sterling. If all your issued capital is in sterling, only complete **Section 4** and then go to **Section 7**

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
See attached schedule				£
				£
				£
				£
Totals				£

5 Statement of capital (Share capital in other currencies)

Please complete the table below to show any class of shares held in other currencies
Please complete a separate table for each currency

Currency				
Class of shares (E.g. Ordinary / Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

6 Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate nominal value ①

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

① Including both the nominal value and any share premium

② E.g. Number of shares issued multiplied by nominal value of each share

Continuation Pages

Please use a Statement of Capital continuation page if necessary

② Total number of issued shares in this class

Please complete the table below to show any class of shares held in other currencies. Please complete a separate table for each currency.

XXXXX

② Total number of issued shares in this class

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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 statement of capital share tables in **Section 4** and **Section 5**

Class of share	£1 00 A Preference
Prescribed particulars ①	(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
Class of share	£0 10 A1 Ordinary
Prescribed particulars ①	See attached schedule
Class of share	£0 10 A2 Ordinary
Prescribed particulars ①	See attached schedule

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 and any terms or conditions relating to redemption of these shares


A separate table must be used for each class of share

Continuation page

Please use a Statement of Capital continuation page if necessary

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Signature

	I am signing this form on behalf of the company
Signature	<div style="display: flex; align-items: center;"> <div style="margin-right: 20px;">X</div>  <div style="margin-left: 20px;">X</div> </div>
	<p>This form may be signed by</p> <p>Director ① Secretary, Person authorised ② Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager</p>

① 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

② Person authorised

Under either section 270 or 274 of the Companies Act 2006

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	£0 10 A1 Ordinary	
Prescribed particulars	<p>(a) Voting Rights - One vote per share</p> <p>(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</p> <p>(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</p> <p>(d) Redemption Rights - The A1 Ordinary Shares are not redeemable, save as provided by law</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	£0 10 A2 Ordinary	
Prescribed particulars	<p>(a) Voting Rights - One vote per share</p> <p>(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</p> <p>(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.</p> <p>(d) Redemption Rights - The A1 Ordinary Shares are not redeemable, save as provided by law</p>	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	£0 10 B Ordinary	
Prescribed particulars	<p>(a) Voting Rights - No voting rights</p> <p>(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</p> <p>(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</p> <p>(d) Redemption Rights - The B Ordinary Shares are not redeemable, save as provided by law.</p>	

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7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	£1.00 B Preference	
Prescribed particulars	(a) Voting Rights - No voting rights (b) Income Rights - No right to income (c) Capital Rights - The B Preference Shares have full rights to capital in priority to other classes of share but after the A Preference shares, 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	

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7	Statement of capital (Prescribed particulars of rights attached to shares)	
Class of share	£0 10 C Ordinary	
Prescribed particulars	<p>(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.</p> <p>(b) Income Rights - No right to income</p> <p>(c) Capital Rights - No right to capital</p> <p>(d) Redemption Rights - The C Ordinary Share is not redeemable, save as provided by law</p>	

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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

Company name Smith & Williamson LLP

Address 25 Moorgate

Post town London

County/Region

Postcode E C 2 R 6 A Y

Country England

DX 119507 Finsbury Square EC2

Telephone



Checklist

We may return the forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have shown the date(s) of allotment in section 2
- ☐ You have completed all appropriate share details in section 3
- ☐ You have completed the appropriate sections of the Statement of Capital
- ☐ 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.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk