



Companies House

— for the record —

**SH01** (ef)

**Return of Allotment of Shares**



X2C9N5MZ

Company Name: TIME OUT GROUP HC LIMITED

Company Number: 07440171

Received for filing in Electronic Format on the: 09/07/2013

---

*Shares Allotted (including bonus shares)*

Date or period during which shares are allotted		From 19/06/2013	To 19/06/2013
Class of shares	A PREFERENCE	Number allotted	1600000
		Nominal value of each share	1
Currency	GBP	Amount paid	1
		Amount unpaid	0

*No shares allotted other than for cash*

## Statement of Capital (Share Capital)

---

<b>Class of shares</b>	<b>A PREFERENCE</b>	<i>Number allotted</i>	<b>17246000</b>
		<i>Aggregate nominal value</i>	<b>17246000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>1</b>
		<i>Amount unpaid per share</i>	<b>0</b>

### *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.

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

### *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.

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

### *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.

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

*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.

<b>Class of shares</b>	<b>B PREFERENCE</b>	<i>Number allotted</i>	<b>1000000</b>
		<i>Aggregate nominal value</i>	<b>1000000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>1</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*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.

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

*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.

<b>Class of shares</b>	<b>C PREFERENCE</b>	<i>Number allotted</i>	<b>4500000</b>
		<i>Aggregate nominal value</i>	<b>4500000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>1</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

(A) VOTING RIGHTS – NO VOTING RIGHTS. (B) INCOME RIGHTS – NO RIGHT TO INCOME. (C) CAPITAL RIGHTS – THE C PREFERENCE SHARES HAVE FULL RIGHTS TO CAPITAL IN PRIORITY TO OTHER CLASSES OF SHARE BUT AFTER THE A AND B 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.

<b>Class of shares</b>	<b>PREFERRED ORDINARY</b>	<i>Number allotted</i>	<b>87000</b>
		<i>Aggregate nominal value</i>	<b>87000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>1</b>
		<i>Amount unpaid per share</i>	<b>0</b>

*Prescribed particulars*

THE PREFERRED ORDINARY SHARES ARE NON VOTING AND DO NOT RECEIVE DIVIDENDS NOR PARTICIPATE IN THE PROFITS OF THE COMAPNY. THEY DO QUALITY FOR A RETURN OF CAPITAL IN WINDING UP.

## Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	22843001
		<i>Total aggregate nominal value</i>	22834000.1

### *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.