

**Return of Allotment of Shares**Company Name: **TIME OUT GROUP HC LIMITED**Company Number: **07440171**Received for filing in Electronic Format on the: **16/10/2015**

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**Shares Allotted (including bonus shares)**

Date or period during which shares are allotted	From	To
	<b>16/09/2015</b>	<b>16/09/2015</b>

<b>Class of Shares:</b>	<b>SERIES 1</b>	Number allotted	<b>4500000</b>
	<b>PREFERENCE</b>	Nominal value of each share	<b>0.01</b>
Currency:	<b>GBP</b>	Amount paid:	<b>0.01</b>
		Amount unpaid:	<b>0.0</b>

No shares allotted other than for cash

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## Statement of Capital (Share Capital)

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>8415</b>
<b>Currency:</b>	<b>GBP</b>	Aggregate nominal value:	<b>8415</b>
		Amount paid per share	<b>0</b>
		Amount unpaid per share	<b>0</b>

Prescribed particulars

**(A) VOTING RIGHTS - ONE VOTE PER SHARE ON A POLL, AND ONE VOTE PER HOLDER OF ORDINARY SHARES ON A SHOW OF HANDS. (B) INCOME RIGHTS - EXCEPT WITH THE CONSENT OF THE HOLDERS OF THE PREFERENCE SHARES OR AS OTHERWISE AGREED, NO RIGHT TO INCOME WHILE ANY OF THE SERIES 1 PREFERENCE SHARES OR SERIES 2 PREFERENCE SHARES REMAIN IN ISSUE. SUBJECT TO THE FOREGOING, EACH ORDINARY SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. (C) CAPITAL RIGHTS - THE ORDINARY SHARES SHALL HAVE RIGHTS TO CAPITAL AFTER THE SERIES 1 PREFERENCE SHARES AND SERIES 2 PREFERENCE SHARES. HOLDERS OF ORDINARY SHARES SHALL RECEIVE THE BALANCE PRO RATA TO THE NUMBER OF SHARES HELD. (D) REDEMPTION RIGHTS - THE ORDINARY SHARES ARE NOT REDEEMABLE.**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>425</b>
<b>Currency:</b>	<b>GBP</b>	Aggregate nominal value:	<b>425</b>
		Amount paid per share	<b>1</b>
		Amount unpaid per share	<b>0</b>

Prescribed particulars

**(A) VOTING RIGHTS - ONE VOTE PER SHARE ON A POLL, AND ONE VOTE PER HOLDER OF ORDINARY SHARES ON A SHOW OF HANDS. (B) INCOME RIGHTS - EXCEPT WITH THE CONSENT OF THE HOLDERS OF THE PREFERENCE SHARES OR AS OTHERWISE AGREED, NO RIGHT TO INCOME WHILE ANY OF THE SERIES 1 PREFERENCE SHARES OR SERIES 2 PREFERENCE SHARES REMAIN IN ISSUE. SUBJECT TO THE FOREGOING, EACH ORDINARY SHARE RANKS EQUALLY FOR ANY DIVIDEND DECLARED. (C) CAPITAL RIGHTS - THE ORDINARY SHARES SHALL HAVE RIGHTS TO CAPITAL AFTER THE SERIES 1 PREFERENCE SHARES AND SERIES 2 PREFERENCE SHARES. HOLDERS OF ORDINARY SHARES SHALL RECEIVE THE BALANCE PRO RATA TO THE NUMBER OF SHARES HELD. (D) REDEMPTION RIGHTS - THE ORDINARY SHARES ARE NOT REDEEMABLE.**

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>100</b>
<b>Currency:</b>	<b>GBP</b>	Aggregate nominal value:	<b>100</b>
		Amount paid per share	<b>11.62</b>
		Amount unpaid per share	<b>0</b>

Prescribed particulars

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<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>1000</b>
<b>Currency:</b>	<b>GBP</b>	Aggregate nominal value:	<b>1000</b>
		Amount paid per share	<b>1</b>
		Amount unpaid per share	<b>0</b>

Prescribed particulars

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<b>Class of Shares:</b>	<b>SERIES</b>	Number allotted	<b>84237978</b>
	<b>1</b>	Aggregate nominal value:	<b>842379.78</b>
	<b>PREFERENCE</b>	Amount paid per share	<b>1</b>
Currency:	<b>GBP</b>	Amount unpaid per share	<b>0</b>

Prescribed particulars

**(A) VOTING RIGHTS - NO VOTING RIGHTS. (B) INCOME RIGHTS - NO RIGHT TO INCOME. (C) CAPITAL RIGHTS - HOLDERS OF THE SERIES 1 PREFERENCE SHARES HAVE RIGHTS TO CAPITAL IN PRIORITY TO THE OTHER CLASSES OF SHARES AND SHALL RECEIVE AN AMOUNT EQUAL TO THE SUBSCRIPTION AMOUNT PLUS A PREMIUM CALCULATED AT A RATE OF 5% P.A. ON THE SUBSCRIPTION AMOUNT AND COMPOUNDING ON 31 DECEMBER EACH YEAR, PROVIDED THAT WHERE THE SURPLUS ASSETS ARE LESS THAN THE AGGREGATE, THE SURPLUS ASSETS SHALL BE APPLIED PRO RATA TO THE PROPORTION WHICH THE SUBSCRIPTION AMOUNTS AND PREMIUMS ATTRIBUTABLE TO THE SERIES 1 PREFERENCE SHARES THEY HOLD BEAR TO THE AGGREGATE OF THE SURPLUS ASSETS. (D) REDEMPTION RIGHTS - THE SERIES 1 PREFERENCE SHARES ARE NOT REDEEMABLE.**

<b>Class of Shares:</b>	<b>SERIES</b>	Number allotted	<b>5145120</b>
	<b>2</b>	Aggregate nominal value:	<b>51451.2</b>
	<b>PREFERENCE</b>	Amount paid per share	<b>0.01</b>
Currency:	<b>GBP</b>	Amount unpaid per share	<b>0</b>

Prescribed particulars

**(A) VOTING RIGHTS - NO VOTING RIGHTS. (B) INCOME RIGHTS - NO RIGHT TO INCOME. (C) CAPITAL RIGHTS - HOLDERS OF THE SERIES 2 PREFERENCE SHARES HAVE RIGHTS TO CAPITAL IN PRIORITY TO THE OTHER CLASSES OF SHARES BUT AFTER THE SERIES 1 PREFERENCE SHARES. HOLDERS OF THE SERIES 2 PREFERENCE SHARES SHALL RECEIVE ANY AMOUNT IN EXCESS OF THE AMOUNT APPLIED IN RESPECT OF SERIES 1 PREFERENCE SHARES SUBJECT TO A MAXIMUM OF £5,145,120, DIVIDED EQUALLY BETWEEN ALL THE SERIES 2 PREFERENCE SHARES THEN IN ISSUE. (D) REDEMPTION RIGHTS - THE SERIES 2 PREFERENCE SHARES ARE NOT REDEEMABLE.**

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## Statement of Capital (Totals)

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Currency: **GBP**

Total number of shares: **89393038**

Total aggregate nominal value: **903770.98**

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### Authorisation

Authenticated

This form was authorised by one of the following:

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