

**Return of Allotment of Shares**Company Name: **TIME OUT MARKET LIMITED**Company Number: **09550826**Received for filing in Electronic Format on the: **29/03/2016**

X53SO51L

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
29/03/2016

Class of Shares:	PREFERENCE	Number allotted	1865172
Currency:	EUR	Nominal value of each share	1
		Amount paid:	1
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	PREFERENCE	Number allotted	11076323
Currency:	EUR	Aggregate nominal value:	11076323
		Amount paid per share	1
		Amount unpaid per share	0

Prescribed particulars

(A) THE PREFERENCE SHARES SHALL NOT CARRY RIGHTS TO RECEIVE NOTICE OF OR TO ATTEND AND VOTE AT ANY GENERAL MEETING OF THE COMPANY (B) THE PREFERENCE SHARES SHALL BE ENTITLED TO A FIXED CUMULATIVE PREFERENTIAL DIVIDEND AT THE ANNUAL RATE OF 9% OF THE SUBSCRIPTION AMOUNT PER PREFERENCE SHARE (THE "PREFERENCE DIVIDEND"), TO ACCRUE DAILY ASSUMING A 365-DAY YEAR THE PREFERENCE DIVIDEND SHALL BE PAID BY THE COMPANY, AT THE COMPANY'S OPTION (I) ON 31 MAY EACH YEAR; OR (II) AT ANY TIME THEREAFTER, PROVIDED THAT ANY ACCRUED BUT UNPAID PREFERENCE DIVIDEND SHALL BE PAID ON OR BEFORE THE DATE OF THE REDEMPTION OF THE RELEVANT PREFERENCE SHARE(S). THE PAYMENT OF THE PREFERENCE DIVIDENDS SHALL BE IN PREFERENCE TO THE RIGHTS OR CLAIMS ANY OF OTHER SHAREHOLDER UPON THE COMMENCEMENT OF A WINDING-UP. THE PREFERENCE DIVIDEND SHALL BE PAYABLE BY A LIQUIDATOR IN RESPECT OF ANY PERIOD AFTER SUCH COMMENCEMENT IN PRIORITY TO OTHER CLAIMS OR RIGHTS OF SHAREHOLDERS OF THE COMPANY IN RESPECT OF SHARE CAPITAL. (C) THE PREFERENCE SHARES ARE REDEEMABLE THIRTY (30) DAYS FOLLOWING WRITTEN NOTICE BEING SERVED ON THE COMPANY BY THE HOLDERS OF NOT LESS THAN 75 PER CENT OF THE PREFERENCE SHARES REQUIRING THEM TO BE REDEEMED. THE AMOUNT PAYABLE ON EACH PREFERENCE SHARE REDEEMED WILL BE A SUM EQUAL TO THE SUBSCRIPTION PRICE AND THE PREFERENCE DIVIDEND (TO THE EXTENT THAT THE PREFERENCE DIVIDEND HAS NOT BEEN PAID TO THE HOLDER OF THE PREFERENCE SHARES IN ACCORDANCE WITH THE PROVISIONS ABOVE) CALCULATED IN RESPECT OF THAT SHARE (THE "REDEMPTION AMOUNT"). (D) ON A RETURN OF CAPITAL ON LIQUIDATION, REDUCTION OF CAPITAL OR OTHERWISE, THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED IN THE FOLLOWING ORDER OF PRIORITY: (I) FIRST, IN PAYING TO THE HOLDERS OF THE PREFERENCE SHARES (TO THE EXTENT THAT THE PREFERENCE SHARES HAVE NOT BEEN REDEEMED) AN AMOUNT EQUAL TO THE REDEMPTION AMOUNT PROVIDED THAT WHERE THE SURPLUS ASSETS OF THE COMPANY ARE LESS THAN THE AGGREGATE

OF THE REDEMPTION AMOUNT ATTRIBUTABLE TO ALL PREFERENCE SHARES, THE SURPLUS ASSETS SHALL BE APPLIED BETWEEN THE HOLDERS OF THE PREFERENCE SHARES PRO RATA TO THE PROPORTION WHICH THE REDEMPTION AMOUNT BEARS TO THE AGGREGATE OF THE SURPLUS ASSETS OF THE COMPANY; AND B) SECOND, IN DISTRIBUTING THE BALANCE AMONGST THE HOLDER OF THE ORDINARY SHARES (PRO RATA TO THE NUMBER OF SHARES HELD).

Class of Shares:	ORDINARY	Number allotted	20000
Currency:	GBP	Aggregate nominal value:	20
		Amount paid per share	0
		Amount unpaid per share	0.001

Prescribed particulars

A) EACH ORDINARY SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCE. B) EACH ORDINARY SHARE IS ENTITLED TO DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTIONS. C) EACH SHARE IS ENTITLED TO PARTICIPATE IN A DISTRIBUTION ARISING ON A WINDING UP OF THE COMPANY, AFTER THE HOLDERS OF PREFERENCE SHARES HAVE RECEIVED A RETURN OF THEIR SUBSCRIPTION AMOUNT AND ANY ACCRUED BUT UNPAID PREFERENCE DIVIDEND. D) THE ORDINARY SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

Currency:	EUR	Total number of shares:	11076323
		Total aggregate nominal value:	11076323
Currency:	GBP	Total number of shares:	20000
		Total aggregate nominal value:	20

Authorisation

Authenticated

This form was authorised by one of the following:

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