



Companies House

AR01 (ef)

Annual Return



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Company Name: **TIME OUT MARKET LIMITED**

Company Number: **09550826**

Date of this return: **20/04/2016**

SIC codes: **56103**

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

Situation of Registered Office: **4TH FLOOR 125 SHAFTESBURY AVENUE
LONDON
UNITED KINGDOM
WC2H 8AD**

Officers of the company

Company Director ***1***

Type: **Person**

Full forename(s): **JULIO**

Surname: **BRUNO CASTELLANOS**

Former names:

Service Address: **4TH FLOOR 125 SHAFTESBURY AVENUE
LONDON
UNITED KINGDOM
WC2H 8AD**

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

Date of Birth: ****/02/1965** *Nationality:* **SPAIN/USA**

Occupation: **EXECUTIVE CHAIRMAN**

Company Director 2

Type: **Person**

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

Surname: **COLLINS**

Former names:

Service Address: **3 CADOGAN GATE
LONDON
UNITED KINGDOM
SW1X 0AS**

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

Date of Birth: ****/03/1971**

Nationality: **ITALIAN**

Occupation: **DIRECTOR**

Company Director **3**

Type: **Person**

Full forename(s): **MR STUART ALAN RANSOM**

Surname: **ROSE**

Former names:

Service Address: **58 GUILDFORD STREET
CHERTSEY
SURREY
ENGLAND
KT16 9BE**

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

Date of Birth: ****/03/1949** *Nationality:* **BRITISH**

Occupation: **COMPANY CHAIRMAN**

Company Director 4

Type: **Person**

Full forename(s): **MR DIDIER JEAN MICHEL**

Surname: **SOUILLAT**

Former names:

Service Address: **125 SHAFTESBURY AVENUE
LONDON
ENGLAND
WC2H 8AD**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/01/1966**

Nationality: **FRENCH**

Occupation: **DIRECTOR**

Company Director **5**

Type: **Person**

Full forename(s): **MR VICTOR ALEXANDER**

Surname: **VADANEAX**

Former names:

Service Address: **64 BARKSTON GARDENS
LONDON
ENGLAND
SW5 0EL**

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

Date of Birth: ****/03/1964**

Nationality: **FRENCH AND ROMANIAN**

Occupation: **PRIVATE EQUITY**

Statement of Capital (Share Capital)

Class of shares	PREFERENCE	<i>Number allotted</i>	11076323
		<i>Aggregate nominal value</i>	11076323
<i>Currency</i>	EUR	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	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 ITC 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 (II) SECOND, IN DISTRIBUTING THE BALANCE AMONGST THE HOLDERS OF THE ORDINARY SHARES (PRO RATA TO THE NUMBER OF SHARES HELD).

Class of shares	ORDINARY	<i>Number allotted</i>	20000
		<i>Aggregate nominal value</i>	20
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0
		<i>Amount unpaid per share</i>	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)

<i>Currency</i>	EUR	<i>Total number of shares</i>	11076323
		<i>Total aggregate nominal value</i>	11076323
<i>Currency</i>	GBP	<i>Total number of shares</i>	20000
		<i>Total aggregate nominal value</i>	20

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 20/04/2016 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

Shareholding 1 : **2000 ORDINARY shares held as at the date of this return**
Name: **TIME OUT GROUP BC LIMITED**

Shareholding 2 : **18000 ORDINARY shares held as at the date of this return**
Name: **OAKLEY CAPITAL INVESTMENTS LIMITED**

Shareholding 3 : **11076323 PREFERENCE shares held as at the date of this return**
Name: **OAKLEY CAPITAL INVESTMENTS LIMITED**

Authorisation

Authenticated

This form was authorised by one of the following:

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