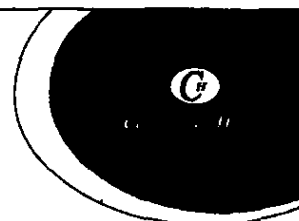


SH01

Return of allotment of shares



You can use the WebFiling service to file this form online.
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 subscrip
on formation of the company or
for an allotment of a new class o
shares by an unlimited company

TUESDAY



A25 16/07/2013 #322
COMPANIES HOUSE

1 Company details

Company number 0 2 9 7 4 4 6 9

Company name in full TDI (FB) LIMITED

→ **Filling in this form**
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

2 Allotment dates ¹

From Date d 1 d 2 m 0 m 7 y 2 y 0 y 1 y 3
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
ORDINARY	pounds sterling	16,666	£1	£1	£0

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)

The shares have been allotted in consideration of the release of an intercompany payable of
£16,666 from the Company to Metrobus Advertising Limited pursuant to an equity subscription
agreement between the Company and Metrobus Advertising Limited

SH01

Return of allotment of shares

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
Ordinary	1	0	16,668	£ 16,668
				£
				£
				£
Totals			16,668	£ 16,668

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 ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
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 ④

③ 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

④ Total number of issued shares in this class.

Continuation Pages
Please use a Statement of Capital continuation
page if necessary

SH01

Return of allotment of shares


7

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		<p>Prescribed particulars of rights attached to shares</p> <p>The particulars are</p> <ul style="list-style-type: none"> 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. <p>A separate table must be used for each class of share</p> <p>Continuation page Please use a Statement of Capital continuation page if necessary</p>
Class of share	Ordinary	
Prescribed particulars ①	All shares are non-redeemable and rank equally in terms of (a) voting rights - one vote for each share, (b) rights to participate in all approved dividend distributions for the class of share, and (c) rights to participate in any capital distribution on winding up	
Class of share		
Prescribed particulars ①		
Class of share		
Prescribed particulars ①		

8

Signature

I am signing this form on behalf of the company		<p>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.</p> <p>Person authorised Under either section 270 or 274 of the Companies Act 2006</p>
Signature	<p>Signature</p> <p>X  X</p> <p>This form may be signed by: Director ②, Secretary, Person authorised ③, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.</p>	

SH01**Return of allotment of shares****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 **Sam Kessler**

Company name **CBS Outdoor Ltd**

Address **Camden Wharf**

28 Jamestown Road

Post town **London**

Country/Region

Postcode **N W 1 7 B Y**

Country

DX

Telephone **020 7428 3671**

**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

EQUITY SUBSCRIPTION AGREEMENT

THIS DEED is dated 12 July 2013

PARTIES

- (1) Metrobus Advertising Limited a company incorporated and registered in England and Wales with number 02754342 whose registered office is at Camden Wharf, 28 Jamestown Road, London NW1 7BY ("Lender")
- (2) TDI (FB) Limited, a company incorporated and registered in England and Wales with number 02974469 whose registered office is at CSB Outdoor Limited Camden Wharf 28 Jamestown Road, London NW1 7BY ("Borrower")

BACKGROUND

- (A) The Borrower is indebted to the Lender under a loan agreement dated 16 April 2013 in the amount of £16,666 (the "Debt")
- (B) The Lender wishes to subscribe for 16,666 ordinary shares of £1 each in the capital of the Borrower ("Shares"), in consideration of the Lender releasing and discharging the Borrower from its obligations and liabilities under or in respect of the Debt on the terms and conditions set out in this deed

AGREED TERMS

1 APPLICATION FOR THE SHARES

- 11 The Lender applies for the allotment to it of the Shares for cash at par, subject to the Company's articles of association
- 12 The amount payable on application for the Shares is to be satisfied by the release of the Debt by the Lender in accordance with clause 2
- 13 Conditionally upon allotment to the Lender of the Shares ("Allotment"), the Lender requests and authorises the Borrower to enter the Lender's name in the Borrower's register of members as holder of the Shares and to send to the Lender a share certificate pursuant to the application in this clause 1

2 RELEASE AND DISCHARGE

- 21 Subject to and conditional upon the Allotment, the Lender agrees fully and irrevocably to release and discharge the Borrower from any and all future
 - (a) claims or demands the Lender has or may have against the Borrower, and

- (b) duties, obligations and liabilities that the Borrower has, or may have, to the Lender

under or in respect of the Debt whether arising before, on or after the date of Allotment

- 2.2 The discharge and release in clause 2.1 shall be conditional on and take effect from allotment of the Shares

3 FURTHER ASSURANCE


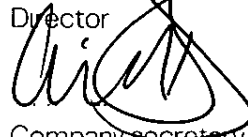
Each party shall (at its own expense) promptly execute and deliver all such documents and do all such things, or procure the execution of documents and doing of such things as are required to give full effect to the provisions of this deed

4 GOVERNING LAW AND JURISDICTION

- 4.1 This deed and any disputes or claims arising out of or in connection with its subject matter or formation (including non-contractual disputes or claims) are governed by and construed in accordance with the laws of England
- 4.2 The parties irrevocably agree that the courts of England have exclusive jurisdiction to settle any dispute or claim that arises out of or in connection with this deed or its subject matter or formation (including non-contractual disputes or claims)

This document has been executed as a deed and is delivered and takes effect on the date stated at the beginning of it

Executed as a deed by Metrobus Advertising Limited acting by Nick Thomas, a director, and Aiden Dunning, the company secretary


Director

Company secretary

Executed as a deed by TDI (FB)
Limited acting by Nick Thomas, a
director and Aiden Dunning, the
company secretary


Director

Company secretary