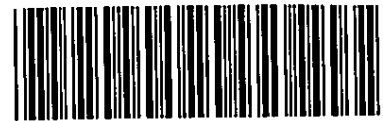


RP04

Second filing of a document previously delivered

BLUEPRINT

OneWorld



A5H25BUI
A28 06/10/2016 #216
COMPANIES HOUSE
L5G5C1UJ
LD3 23/09/2016 #84
COMPANIES HOUSE
L5F3TBZ5
LD7 08/09/2016 #45
COMPANIES HOUSE
L5E4NS9C
LD3 25/08/2016 #11
COMPANIES HOUSE

✓ What this form is for

You can only use this form to file a second filing of a document delivered under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies

A second filing of a document must only be filed where it is providing corrected information that has been properly delivered but inaccuracies still appear on the register

✗ What this form is NOT for

You cannot use this form to file a second filing of a document delivered under the Companies Act 1985 or the Companies (Northern Ireland) Order 1986 regardless of whether it was properly delivered

A second filing of a document cannot be filed where it is providing information that was originally properly delivered Form RP04 cannot be used in these circumstances

1 Company details

Company number 9 5 5 0 8 2 6

Company name in full TIME OUT MARKET LIMITED

→ Filling in this form

Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by *

2 Applicable documents

This form only applies to the following forms

- AP01 Appointment of director
- AP02 Appointment of corporate director
- AP03 Appointment of secretary
- AP04 Appointment of corporate secretary
- CH01 Change of director's details
- CH02 Change of corporate director's details
- CH03 Change of secretary's details
- CH04 Change of corporate secretary's details
- TM01 Termination of appointment of director
- TM02 Termination of appointment of secretary
- SH01 Return of allotment of shares
- AR01 Annual Return
- CS01 Confirmation statement (Parts 1-5 only)
- PSC01 Notice of individual person with significant control (PSC)
- PSC02 Notice of relevant legal entity (RLE) with significant control
- PSC03 Notice of other registrable person (ORP) with significant control
- PSC04 Change of details of individual person with significant control (PSC)
- PSC05 Change of details of relevant legal entity (RLE) with significant control
- PSC06 Change of details of other registrable person (ORP) with significant control
- PSC07 Notice of ceasing to be a person with significant control (PSC), relevant legal entity (RLE), or other registrable person (ORP)
- PSC08 Notification of PSC statements
- PSC09 Update to PSC statements

RP04

Second filing of a document previously delivered

3 Description of the original document

Document type ①

Form SH01 dated 08-06-2016
for the allotment of 2823 Management and 706 SR shares

① Description of the original document
Please enter the document type (e.g. a Return of allotment of shares—SH01) and any distinguishing information if more than one document of that type was filed on the same day

Date of registration of the original document

^d0 ^d8 ^m0 ^m6 ^y2 ^y0 ^y1 ^y6

4 Section 243 or 790ZF Exemption ②

If you are applying for, or have been granted, exemption under section 243 or 790ZF of the Companies Act 2006 and the document(s) you are updating contain(s) your usual residential address, please post this form along with the updated document(s) to the address below

The Registrar of Companies, PO BOX 4082, Cardiff, CF14 3WE

② If you are currently in the process of applying for or have been granted a Section 243 or 790ZF exemption, you may wish to check that you have not entered your usual residential address as the service address in the accompanying form (e.g. AP01 or CH01)

RP04

Second filing of a document previously delivered



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	ABS Company Secretarial
Company name	Smith & Williamson
Address	25 Moorgate
Post town	London EC2R 6AY
County/Region	
Postcode	
Country	
DX	
Telephone	



Checklist

We may return 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 can only use this form to file a second filing of a document delivered to the Registrar of Companies under the Companies Act 2006 on or after 1 October 2009 that held inaccuracies
- ☐ If you are updating a document where you have previously paid a fee, do not send a fee along with this form
- ☐ You have enclosed the second filed document(s)
- ☐ If the company to which this document relates has signed up to the PROOF (PROtected Online Filing) scheme, you must also deliver with this form, and the second filed document(s), a PR03 form 'Consent for paper filing'



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

Section 243 or 790ZF exemption
If you are applying for or have been granted a section 243 or 790ZF exemption, please post this whole form to the different postal address below
The Registrar of Companies, PO Box 4082,
Cardiff, CF14 3WE



Further information

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

SH01

Return of allotment of shares

BLUEPRINT

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Go online to file this information
www.gov.uk/companieshouse

☒ **What this form is for**
You may use this form to give
notice of shares allotted following
incorporation

☐ **What this form is NOT**
You cannot use this form
notice of shares taken by
on formation of the comp
for an allotment of a new
shares by an unlimited co

COMPANIES HOUSE

L5G5C1UR
LD3 23/09/2016 #85
COMPANIES HOUSE

1 Company details

Company number 9 5 5 0 8 2 6

Company name in full TIME OUT MARKET LIMITED

→ Filing 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 0 8 m 0 6 y 2 0 y 1 6
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

Currency ²	Class of shares (E g Ordinary/Preference etc)	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
GBP	MANAGEMENT	2823	£0 001	£0 001	0
GBP	SR	706	£0 001	£0 001	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)

SH01

Return of allotment of shares

4

Statement of capital

Complete the table(s) below to show the issued share capital at the date to which this return is made up

Complete a separate table for each currency (if appropriate) For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'

Please use a Statement of Capital continuation page if necessary

Currency Complete a separate table for each currency	Class of shares E.g. Ordinary/Preference etc	Number of shares	Aggregate nominal value (£, €, \$, etc) Number of shares issued multiplied by nominal value	Total aggregate amount unpaid, if any (£, €, \$, etc) Including both the nominal value and any share premium
--	---	------------------	--	---

Currency table A

EUR	PREFERENCE	11,476,323	11,476,323	
Totals		11,476,323	11,476,323	0

Currency table B

GBP	ORDINARY	20,000	£20 000	
GBP	MANAGEMENT	2,823	£2 823	
GBP	SR	706	£0 706	
Totals		23,529	£23 529	0

Currency table C

Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	11,499,852	€11,476,323 + £23 529	0

❶ Please list total aggregate values in different currencies separately
For example £100 + €100 + \$10 etc

SH01

Return of allotment of shares

5**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 share capital tables in Section 4

Prescribed particulars of rights attached to shares

The particulars are

- 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

A separate table must be used for each class of share

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

Class of share

Ordinary £0 001

Prescribed particulars

1

- 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

Class of share

Management £0 001

Prescribed particulars

1

- a) each Management share is entitled to one vote in any circumstance
- b) each Management share is entitled to dividend payments or any other distributions
- c) each Management 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 Management shares are not redeemable

Class of share

SR £0 001

Prescribed particulars

1

- a) each SR share is entitled to one vote in any circumstance
- b) each SR share is entitled to dividend payments or any other distributions
- c) each SR 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 SR shares are not redeemable

6**Signature**

I am signing this form on behalf of the company

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

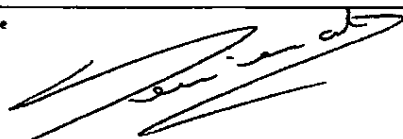
Person authorised

Under either section 270 or 274 of the Companies Act 2006

Signature

Signature

X



X

This form may be signed by

Director 1, Secretary, Person authorised 1, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager

SH01 - continuation page

Return of allotment of shares

5 Statement of capital (prescribed particulars of rights attached to shares)

Class of share	EUR1 00 Preference
Prescribed particulars	<p>(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 manner in 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 holders of the ordinary shares (pro rata to the number of shares held)</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

ABS Company Secretarial

Company name

Smith & Williamson

Address

25 Moorgate

Post town

London EC2R 6AY

County/Region

Postcode

--	--	--	--	--	--	--	--

Country

DX

Telephone

020 7131 8089

**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 relevant sections of the statement of capital
- ☐ You have signed the form

**Important information**

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DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

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DX 481 N R Belfast 1.

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