



Companies House

# CS01<sub>(ef)</sub>

## Confirmation Statement

Company Name: **TIME OUT MARKET LIMITED**

Company Number: **09550826**



Received for filing in Electronic Format on the: **02/05/2017**

X65LZ3XW

Company Name: **TIME OUT MARKET LIMITED**

Company Number: **09550826**

Confirmation **20/04/2017**

Statement date:

# Statement of Capital (Share Capital)

---

Class of Shares:	PREFERENCE	Number allotted	11476323
Currency:	EUR	Aggregate nominal value:	11476323

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 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).

<b>Class of Shares:</b>	<b>ORDINARY</b>	Number allotted	<b>20000</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>20</b>

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 REDEMABLE.

<b>Class of Shares:</b>	<b>MANAGEMENT</b>	Number allotted	<b>2823</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>2.823</b>

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 REDEMABLE.

<b>Class of Shares:</b>	<b>SR</b>	Number allotted	<b>706</b>
Currency:	<b>GBP</b>	Aggregate nominal value:	<b>0.706</b>

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 REDEMABLE.

---

## Statement of Capital (Totals)

---

Currency:	<b>EUR</b>	Total number of shares:	<b>11476323</b>
		Total aggregate nominal value:	<b>11476323</b>
		Total aggregate amount unpaid:	<b>0</b>
Currency:	<b>GBP</b>	Total number of shares:	<b>23529</b>
		Total aggregate nominal value:	<b>23.529</b>
		Total aggregate amount unpaid:	<b>23.529</b>

## Full details of Shareholders

The details below relate to individuals/corporate bodies that were shareholders during the review period or that had ceased to be shareholders since the date of the previous confirmation statement.

Shareholder information for a non-traded company as at the confirmation statement date is shown below

Shareholding 1:	<b>20000 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>TIME OUT GROUP BC LIMITED</b>
Shareholding 2:	<b>0 ORDINARY shares held as at the date of this confirmation statement</b>
Name:	<b>OAKLEY CAPITAL INVESTMENTS LIMITED</b>
Shareholding 3:	<b>11476323 PREFERENCE shares held as at the date of this confirmation statement</b>
Name:	<b>TIME OUT GROUP BC LIMITED</b>
Shareholding 4:	<b>706 SR shares held as at the date of this confirmation statement</b>
Name:	<b>STUART ALAN RANSOM ROSE</b>
Shareholding 5:	<b>1412 MANAGEMENT shares held as at the date of this confirmation statement</b>
Name:	<b>JOAO CEPEDA</b>
Shareholding 6:	<b>1176 MANAGEMENT shares held as at the date of this confirmation statement</b>
Name:	<b>DIDIER SOUILLAT</b>
Shareholding 7:	<b>235 MANAGEMENT shares held as at the date of this confirmation statement</b>
Name:	<b>TIME OUT GROUP BC LIMITED</b>

# Persons with Significant Control (PSC)

## PSC notifications

### Notification Details

Date of becoming a registrable RLE: **14/06/2016**

Name: **TIME OUT GROUP BC LTD**

Registered or Principal Office Address: **125 SHAFTESBURY AVENUE  
4TH FLOOR  
LONDON  
ENGLAND  
WC2H 8AD**

Legal Form: **LIMITED COMPANY**

Governing Law: **COMPANIES ACT**

Register: **COMPANIES HOUSE**

Country/state of register: **ENGLAND & WALES**

Registration Number: **07440330**

### Nature of control

The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.

## **Confirmation Statement**

I confirm that all information required to be delivered by the company to the registrar in relation to the confirmation period concerned either has been delivered or is being delivered at the same time as the confirmation statement

# Authorisation

Authenticated

This form was authorised by one of the following:

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