

**REPORT AND FINANCIAL
STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016
FOR TIME OUT GROUP MC LIMITED**

FRIDAY



L6G0S56I

L26

29/09/2017

#72

COMPANIES HOUSE

**CONTENTS OF THE REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Page
Company Information	2
Strategic Report	3
Report of the Directors	4
Independent Auditors' Report	5
Income Statement	8
Statement of Comprehensive Income	8
Statement of Financial Position	9
Statement of Changes in Equity	10
Notes to the Financial Statements	11

TIME OUT GROUP MC LIMITED

**COMPANY INFORMATION
FOR THE YEAR ENDED 31 DECEMBER 2016**

Directors:	P Dubens A Collins J Bruno Castellanos
Registered office:	4th Floor 125 Shaftesbury Avenue London WC2H 8AD
Registered number:	07440310 (England and Wales)
Independent auditors:	PricewaterhouseCoopers LLP 1 Embankment Place London WC2N 6RH
Bankers:	HSBC 70 Pall Mall London SW14 SE2
Solicitors:	Simons Muirhead & Burton 8-9 Frith Street London W1D 3JB

**STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2016**

The Directors present their strategic report for the year ended 31 December 2016.

Principal Activities

The Company's principal activity in the year under review was that of an intermediate holding company on behalf of its parent, Time Out Group plc. It is the intention of the Directors that the Company will continue these activities for the foreseeable future.

The Company had a profit of £3,981k (2015: £3,545k) in the year which related to finance income from other group companies.

Principal Risks and Uncertainties

The Directors consider that the principal risk and uncertainty facing the business is:

Funding

The Directors consider that the Company has sufficient resources and access to funding to develop the business organically at the planned rates of growth. Where opportunities arise for the acquisition of or investment in, new business and associated assets, the Directors will consider carefully whether these should be funded from available resources or from new investment.

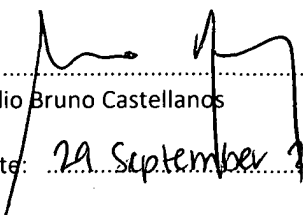
Financial risk management

The Company faces a number of financial risks which are managed as part of the Time Out Group plc's risk management objectives and policies. The Company does not hedge any of these risks and therefore hedge accounting is not applied in these financial statements.

Key performance indicators (KPIs)

Due to the straightforward nature of the business, the Company's Directors believe that analysis using KPIs for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of the Company. The development, performance and position of the Group, which includes the Company, are discussed in the Annual Report and Accounts of Time Out Group plc its parent Company, which do not form part of this report.

On behalf of the board:


.....
Julio Bruno Castellanos

Date: 29 September 2017

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2016**

The Directors present their report with the audited financial statements of the Company for the year ended 31 December 2016.

Directors

The Directors shown below have held office during the whole of the period from 1 January 2016 to the date of this report.

P Dubens

A Collins

Other changes in directors holding office are as follows:

J Bruno Castellanos was appointed as a director on 22 April 2016. M White resigned as a director on 30 April 2016.

Results and Dividend

The Company had a profit of £3,981k (2015: £3,545k) relating to finance income from other group companies.

Future developments

The Directors expect the Company to continue functioning as an intermediate investment holding company.

Statement of directors' responsibilities

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In the case of each Director in office at the date the Directors' Report is approved:

- so far as the Director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the board:

.....
Julio Bruno Castellanos

Date: 29 September 2017

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF TIME OUT GROUP MC LIMITED**

Report on the financial statements

Our opinion

In our opinion, Time Out Group MC Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and have been prepared in accordance with the requirements of the Companies Act 2006.

What we have audited

The financial statements, included within the Report and Financial Statements (the "Annual Report"), comprise:

- the Statement of Financial Position as at 31 December 2016;
- the Income Statement and Statement of Comprehensive Income for the year then ended;
- the Statement of Changes in Equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

In addition, in light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in the Strategic Report and the Report of the Directors. We have nothing to report in this respect.

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF TIME OUT GROUP MC LIMITED - continued**

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF TIME OUT GROUP MC LIMITED - continued**

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report. With respect to the Strategic Report and Report of the Directors, we consider whether those reports include the disclosures required by applicable legal requirements.



Ian Benham (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
29 September 2017

TIME OUT GROUP MC LIMITED

**INCOME STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Note	Year ended 31 December 2016	Year ended 31 December 2015
		<u>£'000</u>	<u>£'000</u>
Finance income	4	4,181	3,927
Finance costs	5	(200)	(382)
Profit before income tax		<u>3,981</u>	<u>3,545</u>
Income tax expense	6	-	-
Profit for the financial year		<u>3,981</u>	<u>3,545</u>

All amounts relate to continuing operations.

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2016**

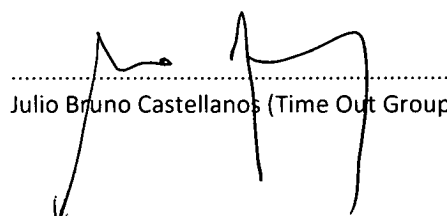
	Year ended 31 December 2016	Year ended 31 December 2015
	<u>£'000</u>	<u>£'000</u>
Profit for the financial year	3,981	3,545
Total comprehensive income for the year	<u>3,981</u>	<u>3,545</u>

TIME OUT GROUP MC LIMITED

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2016

	Note	31 December 2016 £'000	31 December 2015 £'000
Non-current Assets			
Fixed Assets			
Investments	7	<u>59,505</u>	<u>55,505</u>
		<u>59,505</u>	<u>55,505</u>
Current assets			
Trade and other receivables	8	<u>16,929</u>	<u>15,401</u>
		<u>16,929</u>	<u>15,401</u>
Total assets		<u>76,434</u>	<u>70,906</u>
Liabilities			
Current liabilities			
Trade and other payables	9	<u>(1,112)</u>	<u>-</u>
		<u>(1,112)</u>	<u>-</u>
Non-current liabilities			
Borrowings	10	<u>-</u>	<u>(3,565)</u>
		<u>-</u>	<u>(3,565)</u>
Total liabilities		<u>(1,112)</u>	<u>(3,565)</u>
Net assets		<u>75,322</u>	<u>67,341</u>
Equity			
Called up share capital	11	<u>59,505</u>	<u>55,505</u>
Share premium account		<u>7,338</u>	<u>7,338</u>
Retained earnings		<u>8,479</u>	<u>4,498</u>
Total equity		<u>75,322</u>	<u>67,341</u>

The financial statements on pages 8 to 18 were approved by the Board of Directors on 29 September 2017 and were signed on its behalf by:



Julio Bruno Castellanos (Time Out Group MC Limited – registered number 07440310)

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Called up share capital	Share premium account	Retained earnings	Total equity
	£'000	£'000	£'000	£'000
Balance at 1 January 2015	36,234	7,338	953	44,525
Changes in equity				
Profit for the financial year	-	-	3,545	3,545
Total comprehensive income	-	-	3,545	3,545
Issue of share capital	19,271	-	-	19,271
Balance at 31 December 2015 and 1 January 2016	55,505	7,338	4,498	67,341
Changes in equity				
Profit for the financial year	-	-	3,981	3,981
Total comprehensive income	-	-	3,981	3,981
Issue of share capital	4,000	-	-	4,000
Balance at 31 December 2016	59,505	7,338	8,479	75,322

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

1. Accounting policies

Domicile

The Company is a private limited company limited by shares, registered and domiciled in England. The registered office is located at 4th Floor, 125 Shaftesbury Avenue, London WC2H 8AD.

Basis of preparation

The Company has prepared its financial statements in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention on a going concern basis and in accordance with the Companies Act 2006 as applicable to companies using FRS 101.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- IFRS 7, 'Financial Instruments: Disclosures'.
- Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities).
- Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information requirements in respect of:
 - o paragraph 79(a)(iv) of IAS 1;
 - o paragraph 73(e) of IAS 16 Property, plant and equipment;
 - o paragraph 118(e) of IAS 38 Intangible assets (reconciliations between the carrying amount at the beginning and end of the period)
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - o 10(d), (statement of cash flows)
 - o 16 (statement of compliance with all IFRS),
 - o 38A (requirement for minimum of two primary statements, including cash flow statements),
 - o 38B-D (additional comparative information),
 - o 111 (cash flow statement information), and
 - o 134-136 (capital management disclosures)
- IAS 7, 'Statement of cash flows'
- Paragraph 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective)
- Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation)
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016

1. Accounting policies – continued

The Company is a wholly-owned subsidiary of Time Out Group Plc (formerly Time Out Group HC Limited). It is included in the consolidated financial statements of Time Out Group Plc (formerly Time Out Group HC Limited) which are publically available. Therefore the Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements. The accounting policies have been applied consistently throughout the Group.

New and amended standards adopted by the Company

The accounting standards and policies adopted in these financial statements are consistent with those of the annual financial statements for the year ended 31 December 2016 as prepared under FRS 101.

New standards and interpretations not yet adopted

A number of new standards and amendments to standards and interpretations are effective for annual periods beginning after 1 January 2017 and have not been adopted in these financial statements. None of these is expected to have a significant effect on the financial statements of the Company. The following standards, interpretations and amendments to existing standards are not yet effective, or have not yet been endorsed by the EU and have not been adopted early by the company:

- IFRS 9, 'Financial instruments' for periods beginning on or after 1 January 2018 and is the first standard issued as part of a process to replace IAS 39. It simplifies the mixed measurement model and establishes two primary measurement categories for financial assets, amortised cost and fair value.
- IFRS 15, 'Revenue from contracts with customers' applies for periods beginning on or after 1 January 2018 and specifies how and when revenue is recognised as well as requiring such entities to provide users of the financial statements with more informative, relevant disclosures.

The directors anticipate that the future introductions of those standards, amendments and interpretations listed above will not have a material impact on the future financial statements, however a detailed assessment has not yet been undertaken.

Critical accounting estimates and judgements

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods. There are no critical accounting estimates and judgements made in these financial statements.

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including preference shares) are equivalent to a similar debt instrument, those financial instruments are classified as financial liabilities. Where the contractual terms of preference shares do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Financial assets are derecognised when the right to receive cash-flows from the assets has expired, or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership. When securities classified as available for sale are sold, or impaired, the accumulated fair value adjustments previously taken to reserves are included in the income statement.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016

1. Accounting policies – continued

Taxation

The charge for taxation is based on profits for the year and takes into account taxation deferred because of temporary differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is provided in full using the balance sheet liability method. A deferred tax asset is recognised where it is probable that future taxable income will be sufficient to utilise the available relief. Tax is charged or credited to the income statement except when it relates to items charged or credited directly to equity, in which case the tax is also dealt with in equity. Deferred tax is provided on temporary differences arising on investments in subsidiaries and associates, except where the timing of the reversal of the temporary differences is controlled by the Company and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax liabilities and assets are not discounted.

Foreign currencies

The functional and presentational currency of the Group is sterling. Assets and liabilities of subsidiaries with a functional currency which is a foreign currency are translated into sterling at rates of exchange ruling at the end of the financial period and the result of foreign subsidiaries are translated at the average exchange rate for the period. All transactions denominated in foreign currency are translated at the rate of exchange ruling at the time of the transaction. All foreign exchange differences are taken to the income statement in the period in which they arise. At the statement of financial position date, monetary assets and liabilities denominated in foreign currencies are translated using the closing rate. Upon the translation of any subsidiary's results for the year and financial position at any given year end, the foreign exchange differences which may arise are recognised directly in other comprehensive income as currency translation differences.

Investments

Investments held as fixed assets are stated at cost less provision for impairment. The Company assesses these investments for impairment wherever events or changes in circumstances indicate that the carrying value of an investment may not be recoverable. If any such indication of impairment exists, the Company makes an estimate of the recoverable amount. If the recoverable amount is less than the value of the investment, the investment is considered to be impaired and is written down to its recoverable amount. An impairment loss is recognised immediately in the profit and loss account.

Trade and other receivables

Trade receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016

1. Accounting policies – continued

Borrowings

All interest bearing loans and borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest rate method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period to which it relates.

Preference shares that are mandatorily redeemable on a specific date are classified as liabilities. The dividends on these preference shares are recognised in the income statement as an interest expense.

Interest income and expense

Interest income and expenses are recognised using the effective interest method.

2. Operating loss

Audit fees of £5k (2015: £5k) for this Company for the year ended 31 December 2016 were borne by a fellow group company and not recharged to this Company.

3. Employees

During the year ended 31 December 2016, no Directors received any emoluments related to this Company (2015: £nil) and there were no staff costs or headcount (2015: £nil and nil).

4. Finance income

	2016	2015
	£'000	£'000
Interest on loan stock	200	382
Interest on preference shares	3,981	3,545
	4,181	3,927

5. Finance costs

	2016	2015
	£'000	£'000
Interest on loan stock	200	382
	200	382

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016

6. Income tax expense

No liability to UK corporation tax arose on ordinary activities for the years ended 31 December 2016 and 31 December 2015.

The tax assessed for the year is lower (2015: different to) than the standard rate of corporation tax in the UK. The difference is explained below:

	<u>2016</u>	<u>2015</u>
	<u>£'000</u>	<u>£'000</u>
Profit on ordinary activities before income tax	3,981	3,545
Profit multiplied by the standard rate of corporation tax in the UK of 20.00% (2015: 20.25%)	796	718
Effects of:		
Income not taxable	<u>(796)</u>	<u>(718)</u>
Total tax (income)/expense	<u>-</u>	<u>-</u>

7. Investments

	<u>2016</u>	<u>2015</u>
	<u>£'000</u>	<u>£'000</u>
Cost and Net Book Value		
At 1 January	55,505	36,234
Additions	<u>4,000</u>	<u>19,271</u>
At 31 December	<u>59,505</u>	<u>55,505</u>

The additions in the year relates to the Company's acquisition of further shares in Time Out Group BC Limited.

The Directors consider the value of the investments to be supported by their underlying assets.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016

7. Investments – continued

At 31 December 2016, the Company held investments in the following undertakings:

Name of company	Holding	Nature of business	Registered address	Country of registration (or incorporation)
Direct subsidiaries:				
Time Out Group BC Limited	100%	Holding company	125 Shaftesbury Ave, London WC2H 8AD	England and Wales
Indirect subsidiaries:				
Time Out Digital Limited	100%	Holding company	125 Shaftesbury Ave, London WC2H 8AD	England and Wales
Time Out Magazine Limited	100%	Dormant	125 Shaftesbury Ave, London WC2H 8AD	England and Wales
Time Out Nominees Limited	100%	Dormant	125 Shaftesbury Ave, London WC2H 8AD	England and Wales
Time Out England Limited	100%	Publishing & e-commerce	125 Shaftesbury Ave, London WC2H 8AD	England and Wales
Time Out International Limited	100%	Dormant	125 Shaftesbury Ave, London WC2H 8AD	England and Wales
Time Out Market Limited	85%	Holding company	125 Shaftesbury Ave, London WC2H 8AD	England and Wales
Time Out Market London Limited	85%	Operator of cultural market	125 Shaftesbury Ave, London WC2H 8AD	England and Wales
Flypay Limited	37.8%	Payment solutions	7-10 Chandos St, London W1G 9DQ	England and Wales
Leanworks Limited	100%	E-commerce	125 Shaftesbury Ave, London WC2H 8AD	England and Wales
Time Out Market Miami LLC	85%	Operator of cultural market	1540 Broadway, 42nd Floor New York, NY 10036	United States of America
Time Out Market Holdings LLC	85%	Holding company	1540 Broadway, 42nd Floor New York, NY 10036	United States of America
Yplan Inc	100%	Dormant	1540 Broadway, 42nd Floor New York, NY 10036	United States of America
Time Out Portugal, Unipessoal LDA	100%	Publishing & e-commerce	Avenida de Liberdade, no 10-4, 1250 Lisboa	Portugal
MC-Mercados da Capital, LDA	81%	Operator of cultural market	Rua D. Luis, no 19-2 andar 1200-149 Lisboa	Portugal
Time Out Market Porto, LDA	64%	Operator of cultural market	Rua D. Luis, no 19-2 andar 1200-149 Lisboa	Portugal
Time Out Iberia SL	100%	Service company	Sardenya 229 4a, 08013 Barcelona	Spain

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016

8. Trade and other receivables

	2016	2015
	£'000	£'000
Current:		
Amounts owed by group undertakings	16,929	15,401
	16,929	15,401

The above amounts relate to accrued interest on preference shares with Time Out Group BC Limited. The preference shares are repayable on demand.

There are no items falling due after more than one year (2015: £nil).

9. Trade and other payables

	2016	2015
	£'000	£'000
Current:		
Amounts owed to group undertakings	1,112	-
	1,112	-

The above amounts relate to accrued interest on preference shares with Time Out Group plc. The preference shares are repayable on demand.

There are no items falling due after more than one year (2015: £nil).

10. Borrowings

	2016	2015
	£'000	£'000
Non-current:		
Loan stock	-	3,565
	-	3,565

Borrowings repayable as follows:

	2016	2015
	£'000	£'000
Between nil and one year	-	-
Between one and two years	-	3,565
Between two and five years	-	-
Over five years	-	-
	-	3,565

In prior years, loan stock with a par value of £2,000,000 was issued to the Company by Time Out Group Plc (formerly Time Out Group HC Limited). Interest is charged at 12% per annum. At 30 June 2015, the repayment date was 30 November 2015, this was extended to 31 December 2017 by the end of 2015. Accrued interest is included above.

On 14 June 2016, the outstanding loan and interest of £3,765k was settled partially in cash from the proceeds from Time Out Group plc, the parent Company, and partially through an issue of 741,343 new Ordinary shares in the parent Company.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2016

11. Called up share capital

Authorised, fully paid up and issued	Nominal value	2016	2015
		Number	Number
Ordinary shares	£0.10	<u>595,046,200</u>	<u>555,046,200</u>
		2016	2015
		£'000	£'000
Ordinary shares	£0.10	<u>59,505</u>	<u>55,505</u>

During the year the Company issued 40,000,000 Ordinary shares at a value of £0.10 per share.

2015 commentary

During the year the Company issued 192,706,200 Ordinary shares at a value of £0.10 per share. The Ordinary shares carry voting rights of one vote per share. They have full dividend and distribution rights and rank pari passu in all respects. The shares are non-redeemable.

12. Related party disclosures

The Company has taken advantage of the exemption in IAS 24 'Related party disclosures' not to disclose transactions with other group companies which are wholly eliminated upon consolidation.

13. Ultimate controlling party

The Company's immediate parent company and controlling party is Time Out Group Plc (formerly Time Out Group HC Limited), a company registered in England and Wales.

The ultimate parent undertaking and largest and smallest group of which this company is a member and for which the Group financial statements are prepared is Time Out Group Plc (formerly Time Out Group HC Limited). Copies of the consolidated financial statements may be obtained from its registered office at 4th Floor, 125 Shaftesbury Avenue, London, WC2H 8AD.