RNS Number: 1793M Time Out Group plc 18 December 2025

THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION FOR THE PURPOSES OF ARTICLE 7 OF THE MARKET ABUSE REGULATION (EU) 596/2014 (WHICH FORMS PART OF DOMESTIC UK LAW PURSUANT TO THE EUROPEAN UNION (WITHDRAWAL) ACT 2018, AS AMENDED ("UK MAR").

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO, OR TO ANY PERSON LOCATED OR RESIDENT IN, ANY JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS ANNOUNCEMENT.

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART IN OR INTO THE UNITED STATES, AUSTRALIA, CANADA, JAPAN, NEW ZEALAND, THE REPUBLIC OF SOUTH AFRICA OR ANY OTHER JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE UNLAWFUL.

18 December 2025

### Time Out Group plc

## ("Time Out" or the "Company") Result of Retail Offer

Time Out (AIM: TMO), the global media and hospitality business, announced on earlier today the launch of a Capital Raising comprising a Firm Placing and a Conditional Placing in conjunction with a Retail Offer.

The Company is pleased to announce that the Retail Offer successfully completed and closed at 1.30 p.m. on 18 December 2025 and that it has conditionally raised approximately £176,566 in the Retail Offer through the issue of 2,207,069 new Ordinary Shares at the Issue Price of 8.0 pence per share.

Following the close of the Retail Offer, the Company has conditionally raised gross proceeds of approximately £8,176,566 at the Issue Price via the Capital Raising. The Company will therefore be required to issue and allot a total of 102,207,069 new Ordinary Shares to satisfy the Capital Raising.

The Retail Offer is conditional on approval by the Company's Shareholders at a general meeting and Admission becoming effective at 8:00 am on 7 January 2026 (or such later date as the Company and its advisors may agree, but not later than 21 January 2026).

Capitalised terms used in this announcement shall, unless defined in this announcement or unless the context provides otherwise, bear the same meaning ascribed to such terms in the 'Retail Offer' launch announcement or 'Firm Placing, Conditional Placing and Retail Offer' launch announcement released earlier today.

### Admission and Total Voting Rights

Application will be made to the London Stock Exchange for the 2,207,069 new Ordinary Shares to be admitted to trading on AlM. Admission of the new Ordinary Shares to be issued pursuant to the Retail Offer is expected to take place and dealings in the new Ordinary Shares are expected to commence at 8.00 a.m. on 7 January 2026, at which time it is also expected that the new Ordinary Shares will be enabled for settlement in CREST.

### **Concert Party Holding**

As noted in the Company's 'Result of Firm and Conditional Placing' announcement released earlier today, following Second Admission, the Concert Party Group, consisting of Oakley Capital Investments Limited, Oakley Capital Limited and certain Directors, will hold 262,083,995 Ordinary Shares. In light of the number of Retail Offer Shares to be issued pursuant to the Retail Offer, the Company can now confirm that, upon Second Admission, the Concert Party Group's holding will represent 50.15 per cent. of the enlarged issued share capital.

# **Enquiries:**

Time Out Group plc Tel: +44 (0) 207 813 3000

Chris Ohlund, CEO Matt Pritchard, CFO Steven Tredget, Investor Relations Director

RetailBook Limited <u>capitalmarkets@retailbook.com</u>

Mike Ward / James Deal

Panmure Liberum (Nominated Adviser and Bookrunner)

Tel: +44 (0) 203 100 2222

Andrew Godber / Edward Thomas / John More / Phoebe Bunce

Rupert Dearden / Rauf Munir

### Tel: +44 (0) 203 727 1000

#### Notes:

References to times in this Announcement are to London time unless otherwise stated.

The times and dates mentioned throughout this Announcement may be adjusted by the Company in which event the Company will make an appropriate announcement to a Regulatory Information Service giving details of any revised dates and the details of the new times and dates will be notified to London Stock Exchange plc (the "London Stock Exchange") and, where appropriate, Shareholders. Shareholders may not receive any further written communication.

#### IMPORTANT INFORMATION

This Announcement is not for publication or distribution, directly or indirectly, in or into the United States of America. This Announcement is not an offer of securities for sale into the United States. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "US Securities Act"), and may not be offered or sold in the United States, except pursuant to an applicable exemption from registration. No public offering of securities is being made in the United States. The new Ordinary Shares are being offered and sold only outside the United States in "offshore transactions", as defined in, and in compliance with, Regulation S under the US Securities Act.

This Announcement and the information contained herein, is restricted and is not for publication, release or distribution, directly or indirectly, in whole or in part, in or into Australia, Canada, the Republic of South Africa, Japan or any other jurisdiction in which such publication, release or distribution would be unlawful. Further, this Announcement is for information purposes only and is not an offer of securities in any jurisdiction.

This Announcement does not constitute an offer to sell or issue or a solicitation of an offer to buy or subscribe for new Ordinary Shares in Australia, Canada, New Zealand, Japan, the Republic of South Africa or any other jurisdiction in which such offer or solicitation is or may be unlawful. No public offer of the securities referred to herein is being made in any such jurisdiction.

Certain statements in this Announcement are forward-looking statements which are based on the Company's expectations, intentions and projections regarding its future performance, anticipated events or trends and other matters that are not historical facts. These forward-looking statements, which may use words such as "aim", "anticipate", "intend", "estimate", "expect" and words of similar meaning, include all matters that are not historical facts. These forward-looking statements involve risks, assumptions and uncertainties that could cause the actual results of operations, financial condition, liquidity and dividend policy and the development of the industries in which the Company's businesses operate to differ materially from the impression created by the forward-looking statements. These statements are not guarantees of future performance and are subject to known and unknown risks, uncertainties and other factors that could cause actual results to differ materially from those expressed or implied by such forward-looking statements. Given those risks and uncertainties, prospective investors are cautioned not to place undue reliance on forward-looking statements.

These forward-looking statements speak only as at the date of this Announcement and cannot be relied upon as a guide to future performance. The Company and RetailBook expressly disclaim any obligation or undertaking to update or revise any forward-looking statements contained herein to reflect actual results or any change in the assumptions, conditions or circumstances on which any such statements are based unless required to do so by the Financial Conduct Authority, the London Stock Exchange or applicable law.

This information is provided by RNS, the news service of the London Stock Exchange. RNS is approved by the Financial Conduct Authority to act as a Primary Information Provider in the United Kingdom. Terms and conditions relating to the use and distribution of this information may apply. For further information, please contact <a href="mailto:ms@lseq.com">ms@lseq.com</a> or visit <a href="www.ms.com">www.ms.com</a>.

RNS may use your IP address to confirm compliance with the terms and conditions, to analyse how you engage with the information contained in this communication, and to share such analysis on an anonymised basis with others as part of our commercial services. For further information about how RNS and the London Stock Exchange use the personal data you provide us, please see our Privacy Policy.

**END** 

ROITPBATMTIBBFA