

THE COMPANIES ACTS 1985 AND 1989

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PRIVATE COMPANY LIMITED BY SHARES

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RESOLUTION IN WRITING

of

WASELEY TEN LIMITED

WE, being all the members of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the Company, RESOLVE, in accordance with section 381A of the Companies Act 1985, to pass the following as written resolutions:

1. THAT, subject to compliance with sections 155 to 158 of the Companies Act 1985 (the "Act"), the giving of financial assistance for the purpose of the acquisition by TLLC Limited ("TLLC") of all the issued shares in the capital of Travelrest Services Limited by the Company giving guarantees, indemnities and security in respect of loan facilities and entering into subordination and upstream loan arrangements (the "Assistance Documents") as more fully described in the statutory declaration in form 155(6)(a) produced to the meeting sworn by the directors of the Company pursuant to section 155(6) of the Act on the date hereof be approved.

SIGNATURE: \_\_\_\_\_

for and on behalf of Waseley Nominees Limited

DATE: \_\_\_\_\_

SIGNATURE: \_\_\_\_\_

for and on behalf of Travelrest Services Limited

DATE: \_\_\_\_\_

17/12/02

