

Company No 234336

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**WASELEY TEN LIMITED**

Pursuant to section 288 of the Companies Act 2006 (**CA 2006**) I, the undersigned, being the sole eligible member (as defined by section 289 CA 2006) of the Company for this purpose, signify my agreement to and pass the following written resolution as an ordinary resolution of the Company

**ORDINARY RESOLUTION**

THAT, in accordance with Regulation 110 of Table A in the Companies (Tables A to F) Regulations 1985 (SI 1985 No 805) (as amended) as incorporated into the Company's Articles of Association, the directors be generally and unconditionally authorised at any time within 60 days after the date of these resolutions to capitalise up to £50 being part of the amount standing to the credit of the relevant reserves of the Company and utilise such amount for distribution amongst all the shareholders of the Company (or their nominees) (**ordinary shares**) whose names are entered on the register of members at the close of business on 22 April 2010 in proportion to the number of shares then held by them respectively, on the basis of approximately 50 bonus shares for every 1 ordinary share currently held by them (the **Bonus Issue**) such that an aggregate of 200 new ordinary shares would be issued (the **New ordinary shares**) Further, that the directors be authorised and directed to apply that £50 and be generally and unconditionally authorised to allot the said new shares in the above ratio (subject to the directors rounding up or down any fractional entitlement to the New ordinary shares as they see fit) on such terms that from allotment and save in respect of this Bonus Issue they will rank in all respects pari passu with the equivalent class comprised in the Company's existing issued share capital (as are fully paid or credited as fully paid)

Signature

For and on behalf of Travelodge Hotels Limited

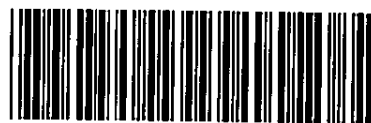
Name

Jon Martin

Date

22 April 2010

MONDAY



\*LOUBBJV3\*

LD3

10/05/2010

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COMPANIES HOUSE

**EXPLANATORY STATEMENT**

(This explanatory statement is not part of any proposed written resolution )

- 1 This document is proposed by the board of directors of the Company
- 2 This document is sent to the sole eligible member on 22 April 2019 (the **Circulation Date**)
- 3 If you wish to signify agreement to this document, please follow the procedure below
  - (a) you (or someone acting on your behalf) must sign, print your name beneath your signature (if it is not already printed) and date this document
  - (b) if someone else is signing this document on your behalf under a power of attorney or other authority, please send a certified copy of the relevant power of attorney or authority when returning this document
  - (c) please return the document to any director in person
- 4 Please note that it is not possible to withdraw your consent once this document, signed by you or on your behalf, has been duly received
- 5 To be valid, this document must be received no later than the end of the period of 28 days beginning on the Circulation Date, otherwise it will lapse
- 6 Unless by that deadline this document has been received duly signed from at least the relevant threshold of eligible members, the proposed written resolutions will lapse. The relevant threshold to pass an ordinary resolution is members holding over half the total votes in the Company
- 7 This document may be executed in multiple copies. Each member may sign his or her own separate copy, or two or more members may sign the same copy, as convenient

Company No. 234336

## THE COMPANIES ACT 2006

## PRIVATE COMPANY LIMITED BY SHARES

## WRITTEN RESOLUTION

OF

## WASELEY TEN LIMITED

On 22 April ~~2009~~ the following ordinary resolution was duly passed as a written resolution of the Company pursuant to section 288 of the Companies Act 2006

## ORDINARY RESOLUTION

THAT, in accordance with Regulation 110 of Table A in the Companies (Tables A to F) Regulations 1985 (SI 1985 No 805) (as amended) as incorporated into the Company's Articles of Association, the directors be generally and unconditionally authorised at any time within 60 days after the date of these resolutions to capitalise up to £50 being part of the amount standing to the credit of the relevant reserves of the Company and utilise such amount for distribution amongst all the shareholders of the Company (or their nominees) (**ordinary shares**) whose names are entered on the register of members at the close of business on 22 April ~~2009~~ in proportion to the number of shares then held by them respectively, on the basis of approximately 50 bonus shares for every 1 ordinary share currently held by them (the **Bonus Issue**) such that an aggregate of 200 new ordinary shares would be issued (the **New ordinary shares**) Further, that the directors be authorised and directed to apply that £50 and be generally and unconditionally authorised to allot the said new shares in the above ratio (subject to the directors rounding up or down any fractional entitlement to the New ordinary shares as they see fit) on such terms that from allotment and save in respect of this Bonus Issue they will rank in all respects pari passu with the equivalent class comprised in the Company's existing issued share capital (as are fully paid or credited as fully paid)

Director