

Number of Company: 761149

The Companies Act 1985

COMPANY LIMITED BY GUARANTEE
AND NOT HAVING SHARE CAPITAL

SPECIAL RESOLUTIONS

(Pursuant to S.378 (2) of the Companies Act 1985)

of

VISIT LONDON LIMITED

Passed 9 December 2004

AT the ANNUAL GENERAL MEETING of the above-named Company, duly convened, and held at 2 More London, Riverside, London, SE1 2RR on 9 December 2004 the subjoined SPECIAL RESOLUTIONS were duly passed:

SPECIAL RESOLUTION

THAT Article 7 of the Articles of Association of the Company be deleted and replaced with the following Article:

- "7. (a) Members shall be categorised by the Board as Premier Members, Platinum Members, "A" Members, "B" Members or "C" Members for each Year according to whether the annual subscription paid by that Member for the Year in question is not less than the appropriate minimum figure of annual subscription specified for that Year in accordance with the provisions of Article 6.
- (b) A Platinum Member, "A" Member, "B" Member or a "C" Member may during the course of any Year change the category of his Membership by paying an additional annual subscription appropriate for the whole of the Year in question of an appropriate amount. "



SPECIAL RESOLUTION

THAT Article 30 of the Articles of Association of the Company be deleted and replaced with the following Article:

"30. Subject to Article 28 on a poll Members of the Company present in person or by proxy shall have the following votes namely:

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| (a) | Ex-Officio Members appointed by the bodies specified in Article 8 (c) | 10 votes each |
| (b) | Premier Members | 20 votes each |
| (c) | Platinum Members | 15 votes each |
| (d) | "A" Members | 10 votes each |
| (e) | "B" Members | 5 votes each |
| (f) | "C" Members | 1 vote each |
| (g) | Any Ex-Officio Members appointed pursuant to Article 8 (e) | 10 votes each or such lesser number of votes as the Board may specify when exercising the power under Article 8(e)" |

SPECIAL RESOLUTION

As Special Business to consider the following Resolution which will be proposed as a Special Resolution:

THAT Article 48 of the Articles of Association of the Company be altered by the deletion of the following words:

"of which not more than eleven shall be Elected Directors".



Director