

WRITTEN RESOLUTION OF THE MEMBERS

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

Of

The members of **Comfort Lodge Limited**, a private limited company incorporated under the laws of England and Wales with company no **00804560** (the "**Company**")

Circulated on 16 June 2015

WRITTEN RESOLUTION

WHEREAS, pursuant to section 291 of the Companies Act 2006, the directors of the Company propose that the resolutions set out below (the "**Resolutions**") be passed by the eligible members of the Company (within the meaning of section 289(1) of the Companies Act 2006 ("**CA 2006**"))

WHEREAS, pursuant to section 642(2) of CA 2006, the directors of the Company have provided a copy of the solvency statement (the "**Solvency Statement**") in the prescribed form and containing the information set out in section 643 of CA 2006

WHEREAS, in order to be effective, the Resolutions must be passed within 15 days of the date of the Solvency Statement

WE, the undersigned, being the eligible member of the Company (within the meaning of section 289(1) of CA 2006) hereby **RESOLVE** and agree, pursuant to section 283 of CA 2006, that the Resolutions be passed as special resolutions, being for all purposes as valid and effective as if passed as special resolutions at a general meeting of the Company

- 1 the Company reduce the nominal value of each of the issued ordinary shares from £1 each in the capital of the Company to £0.0000001785 each in the capital of the Company, and
- 2 the directors of the Company be authorised to do all such things as are necessary to give effect to the aforementioned reduction of capital including
 - a arranging for the amount of capital so reduced to be credited to a reserve which, pursuant to Article 3(2)(b) of the Companies (Reduction of Share Capital) Order 2008, shall be treated for the purposes of Part 23 of CA 2006 as realised profits, and
 - b filing within 15 days of this resolution being passed, a copy of this resolution, the signed Solvency Statement, a statutory Form SH19 and a statement of compliance by the Directors confirming that the Solvency Statement was made not more than 15 days before the date on which this resolution is passed and was provided to the members in accordance with section 642(2) of CA 2006

AGREEMENT

The undersigned, being those persons entitled to vote on the Resolutions on the date hereof, hereby irrevocably agree to the Resolutions being passed

The Resolutions may be signed in counterpart, and if different counterparts shall bear different dates, then the Resolutions shall take effect on the latest date on any such counterpart

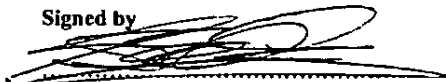
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TUESDAY



LD1 *L4A51FWP* 23/06/2015 #42
COMPANIES HOUSE

Signed by



For and on behalf of
**COMFORT HOTELS INTERNATIONAL
LIMITED** by

STUART BEASLEY
Director

Dated 16 June 2015

Time 5:00pm

Signed by



For and on behalf of
COMFORT HOTELS LIMITED by

STUART BEASLEY
Director

Dated 16 June 2015

Time 5:00pm