

Company Number: 1990682

The Companies Act 1985
and
The Companies Act 1989
Company Limited by Shares
Written Resolutions
of
Hays Travel Limited
(Company)

By written resolution dated **24TH MAY** 2007 all the members of the Company entitled to attend and vote at an extraordinary general meeting of the Company duly passed the following written resolutions to take effect as special resolutions of the Company

Special Resolutions

- 1 The terms of the draft agreement, whereby the Company may become entitled and obliged to purchase for immediate cancellation 2,300 of its own ordinary shares of £1 00 each from Malcolm Hays for a consideration of £576,526 05 a copy of which has been circulated to each member of the Company entitled to vote on the matter in accordance with section 164(5) of the Companies Act 1985, be and are hereby approved, and the directors of the Company be and are hereby authorised to enter into such agreement and on behalf of the Company and to fulfil all obligations of the Company thereunder
- 2 That the pre-emption rights under the articles of association of the Company or otherwise be disapplied in respect of the transfer approved pursuant to resolution 1 above


Director

RJP/15174/71

WEDNESDAY



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A03

04/07/2007

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COMPANIES HOUSE