

Company No: 2503442

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF "A" SHAREHOLDERS

of

WOOLLEY GRANGE LIMITED ("the Company")

Circulated on 30 June 2010 ("the Circulation Date")

WEDNESDAY



RM

RT1MZM91
04/08/2010
COMPANIES HOUSE

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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Sole Director of the Company proposes that the following resolution is passed as a special resolution ("Resolution").

SPECIAL RESOLUTION

That the 1,646,022 ordinary "A" shares of 50p of the Company held by Luxury Family Hotels Limited and which are issued and fully paid up, be converted into and redesignated as 1,646,022 ordinary shares of 50p each having the rights and being subject to the conditions set out in the Articles of Association.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being a member of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution.


.....
for Luxury Family Hotels Limited

30 June 2010
.....
Date

NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company using one of the following methods
By hand or by post to Woolley Grange Limited, Sixth Floor, 90 Fetter Lane, London EC4A 1PT
2. You may not return the Resolution to the Company by any other method
- 3 If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply
- 4 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

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- 4 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
5. Unless, by the expiry of 28 days from the Circulation Date sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.