

COMPANY NO: 2665126


ALL-HOTELS LIMITED ("THE COMPANY")

The following Special Resolution was passed by written resolution of the sole member of the Company on 02 November, 2012

SPECIAL RESOLUTION

That the issued share capital of the Company be reduced from £18,161 30 (comprising 99,000 ordinary 10 pence shares and 82,613 ordinary A 10 pence shares) to 10 ordinary 10 pence shares by cancelling and extinguishing 98,990 ordinary 10 pence shares and 82,613 ordinary 10 pence shares and that the Company's share premium account of £3,345,601 be cancelled and that such reduction of capital shall take effect upon registration of a copy of the required solvency statement, a statement of capital and a copy of this resolution by the Registrar of Companies

DATED THIS 2nd DAY OF NOVEMBER, 2012


James Donaldson
Director



COMPANY NO: 2665126

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
OF
ALL-HOTELS LIMITED ("THE COMPANY")

Circulation Date 2 November, 2012

SPECIAL RESOLUTION

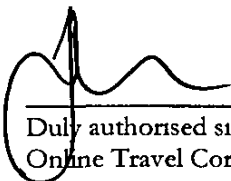
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AGREEMENT

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

We, the undersigned, being the persons entitled to vote on the above resolution hereby irrevocably agree to the Special Resolution

Signed by



Duly authorised signatory on behalf of
Online Travel Corporation Limited

Dated 2 November, 2012