

1D. WRITTEN RESOLUTION – VILLAGE HOTELS

Private company limited by shares

Written Resolutions

of

VUR Village Hotels Limited

(the Company)

(Company number 02695921)

circulated on 5 December 2023

Please read the notes below before signifying your agreement to the resolutions below.

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the Act), the directors of the Company propose that the following resolutions below be passed as special resolutions.

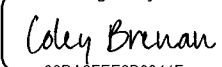
	For	Against
Special Resolutions		

That having seen a copy of the solvency statement dated 5 December 2023 signed by all of the directors of the Company as at the date of these resolutions it is resolved that:

- | | | | |
|---|---|-------------------------------------|--------------------------|
| 1 | the issued share capital of the Company be reduced from £9,540 to £1 by cancelling and extinguishing 9,539 of the issued ordinary shares of £1 each in the Company, each of which is fully paid up; and | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 2 | the share premium account of the Company be reduced by £5,040 from £5,040 to £0, | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

the aggregate amount by which the share capital and the share premium account are so reduced to be credited to the profit and loss account in order to create distributable reserves.

We, the undersigned, being the sole member of the Company entitled to vote on resolutions of the Company on the date of circulation of these written resolutions, irrevocably agree to the resolutions as indicated above.

DocuSigned by:

 08DA2FEF2B9344E

Signed on behalf of
VUR Investment (UK) Limited

Date: 5 December 2023

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NOTES TO THE SHAREHOLDER:

- (1) If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

By Hand: delivering the signed copy to the Company's registered office or to Dentons UK and Middle East LLP, 1 Fleet Place, London EC4M 7WS (marked for the attention of Matthew Tinger).

Post: returning the signed copy by post to the Company's registered office or to Dentons UK and Middle East LLP, 1 Fleet Place, London EC4M 7WS (marked for the attention of Matthew Tinger).

Email: by attaching a scanned copy of the signed document to an e-mail and sending it to matthew.tinger@dentons.com. Please enter "VUR Village Hotels Written resolution dated [circulation date]" in the email subject box.

DocuSign: by signing and submitting the electronically signed document to the Company or to Dentons UK and Middle East LLP using the instructions sent to you.

If you do not agree with the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

- (2) Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- (3) If, within 28 days of the Circulation Date, insufficient agreement has been received for the Resolutions to pass, the Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
- (4) If you are signing this document on behalf of a person under a power of attorney or other authority, please return a copy of the relevant power of attorney or authority together with this document