

**Paragon Hotels Limited**

**Registered Number 2971215**

**(the Company)**

NOTICE IS HEREBY GIVEN THAT at an EXTRAORDINARY GENERAL MEETING of the above-named Company held at Saltire Court, 20 Castle Terrace, Edinburgh on *8th June 1995* at *5.23* am/pm the following Resolutions were passed as Special Resolutions of the Company.

**SPECIAL RESOLUTIONS**

1. that the Company enter into a Facility Agreement (the Agreement) with inter alia The Governor and Company of the Bank of Scotland (the Bank) substantially in the form of the document produced to the meeting and initialled by the Chairman thereof for the purposes of identification inter alia imposing certain guarantee obligations on the Company in respect of the Guaranteed Liabilities (as defined in the Agreement) all as detailed more fully in Clause 10 of the Agreement;
2. that the Company, in security of its obligations to the Bank under inter alia the Agreement, enter into a Debenture in favour of the Bank for all sums due or to become due by the Company to the Bank pursuant to the Finance Documents (as defined in the Agreement), whether as principal or guarantor, comprising legal mortgages and fixed and floating charges over the Company's whole property and undertaking substantially in the form of the document produced to the meeting and initialled by the Chairman thereof for the purposes of identification.

  
Secretary

