

COMPANY NO 3553623

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER

OF

FLEXIGROUP HOLDINGS LIMITED
("the Company")

CIRCULATION DATE 10 APRIL 2013

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company propose that the following resolution be passed as a special resolution ("the Resolution")

SPECIAL RESOLUTION

RECLASSIFICATION OF PREFERENCE SHARES INTO ORDINARY SHARES

IT IS RESOLVED

THAT the 770,000 issued preference shares of £1 each in the capital of the Company be reclassified as ordinary shares of £1 each in the capital of the Company having the same rights and restrictions as the existing 110,000 issued ordinary shares of £1 each

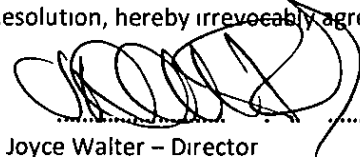
REDUCTION IN SHARE CAPITAL

IT IS RESOLVED

THAT the Company's share capital be reduced from £880,000 divided into 880,000 ordinary shares of £1 each to one ordinary share of £1 by cancelling and extinguishing in full 879,999 ordinary shares and transferring the amount paid up to the Company's profit and loss reserve account

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

Signed



Joyce Walter – Director
For and on behalf of First Choice Holidays Limited

Dated 10 April 2013

NOTES

- 1 Please indicate your agreement with the Resolution(s) above by signing and dating this document where indicated and returning it to Richard Swan at TUI Travel House, Crawley Business Quarter, Fleming Way, Crawley, West Sussex RH10 9QL or richard.swan@tui-travel.com
- 2 Once you have indicated your agreement with the Resolution(s) you may not revoke your agreement
- 3 The Resolution(s) above will lapse unless agreed within 28 days of the Circulation Date

