

Company No: 03811209

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Callbookers Limited

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution

RESOLUTION

As a special resolution

THAT, the share capital of the Company be and the same is hereby reduced from £230,002 divided into 230,002 ordinary shares of £1 each to £1 divided into 1 ordinary share of £1 and that such reduction be and the same is hereby effected by cancelling and extinguishing 230,001 of the existing issued ordinary shares of £1 each registered in the name of ebookers Limited

Dated

17 June. 2011

AGREEMENT

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

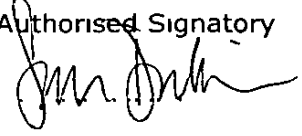
We, the undersigned, being the sole member entitled to vote on the above resolution, irrevocably agree to such resolution

Name of Shareholder

Signature

Date of Signature

ebookers Limited

Authorised Signatory


17 June 2011

For and on behalf of
ebookers Limited

Attachments Copy solvency statement dated 17 June 2011

Copy. Auditors

FRIDAY



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COMPANIES HOUSE

NOTES

1. Shareholders who wish to agree to such resolution should signify their agreement by signing and returning this document to the Company's registered office marked for the attention of the company secretary

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.

2. Under the Companies Act 2006 if sufficient agreement is not received within 28 days of sending out a written resolution then this resolution will lapse and shareholders will not be able to indicate agreement after that date. However in relation to a reduction of capital as contemplated by this written resolution the Companies Act 2006 requires the resolution to be passed within 15 days of your directors making the attached solvency statement. The solvency statement was made on 13 May 2011 and therefore to be effective the resolution must be passed by 28 May 2011. If you agree to the resolution, please ensure your agreement reaches us before the earlier date.
3. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.