

SAGA FLIGHTS.COM LIMITED
(the “Company”)
Company number: 03921402

Company Limited by Shares

WRITTEN RESOLUTIONS OF THE SOLE SHAREHOLDER
OF
THE COMPANY

We, the undersigned, being the sole shareholder of the Company entitled to attend and vote at the general meeting of the Company hereby pass the following Resolutions as Ordinary and Special Resolutions (as indicated below) and agree that the said Resolutions shall, pursuant to the Companies' Articles of Association, for all purposes be valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

SPECIAL RESOLUTIONS

THAT the draft articles of association attached to this Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

ORDINARY RESOLUTIONS

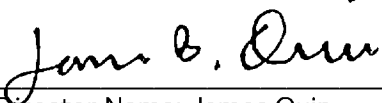
THAT, in accordance with section 551 of the CA 2006, the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £1,000,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 14 January 2023 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities;

AND

THAT £559,894 standing to the credit of the Company's capital contributions reserve be and is hereby capitalised and appropriated as capital to the sole holder of Ordinary shares of £1.00 each in the capital of the Company whose name appear in the register of members as at the close of business on 14 January 2022 and that the directors be and are hereby authorised to apply such sum in paying up in full 559,894 Ordinary shares of £1.00 each in the capital of the Company and to allot and issue such new shares, credited as fully paid up, to the holders of Ordinary shares of £1.00 each at the rate of 279,947 such new shares for every 50 existing Ordinary shares of £1.00 each held by them.

Circulation date: 14 January 2022



Director Name: James Quin
On behalf of **SAGA GROUP LIMITED**

Date: 14/01/2022

Agreement

Please read the notes at the end of this document before signing your agreement to any of the resolutions.

Notes

1. If you wish to vote in favour of resolutions, please sign and date the resolutions overleaf.
Please return this document using one of the following delivery methods:
By post. Returning the signed copy by post to Company Secretariat, Enbrook Park, Sandgate, Folkestone, CT20 3SE.
By email. Attaching a scanned copy of the signed document to an email and sending it to nicola.koning@saga.co.uk.
If there are no resolutions you agree with, you do not need to do anything. You will not be deemed to agree if you fail to reply.
2. Unless by 10/02/2022, sufficient agreement is received for a resolution to pass, that resolution will lapse. If you agree to all or any of the resolutions, please ensure that your agreement reaches us before or during this date.