

COMPANY NO 4066388

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER
OF
TTG (NO 2) LIMITED
("the Company")

CIRCULATION DATE 9 SEPTEMBER 2014

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



SPECIAL RESOLUTION

REDUCTION IN SHARE CAPITAL

IT IS RESOLVED

THAT the Company's preference share capital be reduced from £432,335,810 divided into 432,335,810 6% non-cumulative preference shares of £1 each to zero by cancelling and extinguishing in full 432,335,810 6% non-cumulative preference shares of £1 each and transferring the amount paid up to the Company's profit and loss reserve account

The undersigned, being the preference shareholders of the Company on the Circulation Date and entitled to vote on the Special Resolution, hereby irrevocably agree to the Special Resolution

Signed  Kai Klitzke – Director For and on behalf of Thomson Travel Holdings SA	Signed  Kai Klitzke – Director For and on behalf of Thomson Travel International SA
Dated 9 September 2014	Dated 9 September 2014

NOTES

- 1 Please indicate your agreement with the Special 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@tuitravel.com
- 2 Once you have indicated your agreement with the Special Resolution(s) you may not revoke your agreement
- 3 The Special Resolution(s) above will lapse unless agreed within 28 days of the Circulation Date

TUESDAY



A31 *A3GJ90KZ* #87
16/09/2014
COMPANIES HOUSE