

THE COMPANIES ACT 2006

COMPANY NUMBER 04829605

SATURDAY



A8A2JDLC
A17 20/07/2019 #27
COMPANIES HOUSE

SPECIAL RESOLUTION OF MICHAEL PAUL HOLIDAYS LIMITED

CIRCULATION DATE: 28th April..... 2019
(This is the "Circulation Date" referred to in Note 2 below)

WE, MICHAEL BRUCE PAUL and MICHAEL HAROLD McCANN and SHIRLEY McCANN, being all of the Members for the time being of the above-named Company entitled to receive notice of and attend and vote at General Meetings HEREBY PASS the following Resolution as a SPECIAL RESOLUTION on 28th April 2019 pursuant to Sections 21 and 281(1)(a) and Chapter 2 of the Companies Act 2006:

CONSENT: By our signing of this Resolution, we Michael Harold McCann and Shirley McCann also give our prior written consent to the change made to the Articles of Association of the Company by the Resolution as such prior written consent is required by a Subscription Agreement between ourselves, Michael Bruce Paul and the Company dated 24th July 2012.

IT IS RESOLVED that the provisions of Article 6 of the Company's Articles of Association shall be waived so as to permit Michael Bruce Paul to transfer 3 shares to Simon Dye without need for compliance with Article 6, and that any such transfer shall be registered forthwith upon presentation to the Company notwithstanding the provisions of Article 5 of the Company's Articles of Association.

Dated: 28th April..... 2019

Signed: [Signature]
Michael Bruce Paul

Signed: [Signature]
Michael Harold McCann

Signed: [Signature]
Shirley McCann

IMPORTANT INSTRUCTIONS TO MEMBERS:

- (a) Please signify your agreement to the above written resolution by signing on the line provided for your signature.
- (b) The above resolution must be signed by a Member or Members named above holding in aggregate shares carrying the entitlement to at least 75% of the votes exercisable in general meeting of the Company by not later than the twenty-eighth day of the period after and beginning with the Circulation Date ("the Expiry Date"). If the requisite Member(s) have signed the resolution on or before the Expiry Date then the Company Secretary/a Director may date the resolution at any date when those members have signed the resolution provided that such date does not fall after the Expiry Date. After the Expiry Date, the resolution will lapse unless it has previously been signed by the requisite Member(s).