

Company number: 05071128

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

DIAMOND RESORTS (HOLDINGS) LIMITED
(Company)

Circulation date: 20 January 2023

In accordance with the written resolution procedure in Chapter 2 Part 13 Companies Act 2006, the following resolution was duly passed as a special resolution:

SPECIAL RESOLUTION

1. THAT new Articles of Association in the form attached to this resolution be approved and with immediate effect adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association.

Please read the notes at the end of this document before indicating your agreement to the Resolution by completing and signing below.

Name of member	Signature	Date
Diamond Resorts Corporation	 Charles Corbin, Director	<u>30</u> January 2023

NOTES:

- (1) Eligible members are the members of the Company who would have been entitled to vote on the Resolution on the Circulation Date.
- (2) You can choose to agree to the Resolution or not. If you agree, please signify your agreement by signing and dating this document where indicated above and returning it either by hand or by post to the Company to the attention of James Dickinson at Citrus House, Caton Road, Lancaster, Lancashire, LA1 3UA, United Kingdom, or by email to james.dickinson@hgv.com, in either case to arrive on or before the end of the period of 28 days beginning with the Circulation Date.
- (3) The Resolution will lapse by the end of the period of 28 days beginning with the Circulation Date if not passed by that date. If you agree to the Resolution, please ensure that this document reaches us before or on this date. Any duly signed Resolution received after that date will not be counted.
- (4) 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.
- (5) Once you have signified your agreement to the Resolution by signing and returning this document to the Company you may not revoke your agreement.

Annex
New Articles of Association