

Company No.5075807

THE COMPANIES ACTS 1985-1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE MEMBERS OF

**THE CLUB COMPANY ACQUISITIONS (HOLDINGS) LIMITED**

We, the undersigned, being all the members of the above Company for the time being having a right to attend and vote at general meetings, hereby pass the following resolution in accordance with the Company's articles of association.

THAT the directors be and are hereby authorised and empowered for the purpose of article 6 of the Company's articles of association to allot 18,000 ordinary shares of £0.10 (10P) each for cash pursuant to the authority conferred by article 6.1 as if the pre-emption rights in article 6.2 did not apply to such allotment.



Signed by:

A handwritten signature in dark ink, appearing to read "Paul Sellars", is written over a dotted line.

Paul Sellars

Signed on: ...6/6/05...

PRESENTED BY DELOITTE & TOUCHE, Hill House, 1 Little New Street, London EC4A 3TR

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COMPANIES HOUSE

30/06/05

Signed by:

  
Gavin Napier Simonds

Signed on: ...6/6/05...

PRESENTED BY DELOITTE & TOUCHE, Hill House, 1 Little New Street, London EC4A 3TR

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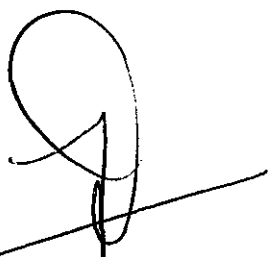
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Signed by:

  
.....  
John Martin

HILL HOUSE

30/06/05

Signed on: ...6/6/05...

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Signed by:

  
.....  
Richard Theaker

Signed on: ...6/6/05...

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Signed by: .....

Chris Brook

Signed on: ...6/6/05...

COMPANIES HOUSE

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Signed by: .....

Simon Jones

Signed on: ...6/6/05...

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Signed by:

  
.....  
David Reeves

Signed on: 6/6/05....

PRESENTED BY DELOITTE & TOUCHE, Hill House, 1 Little New Street, London EC4A 3TR

Company No.5075807



MENTMORE

Mentmore Golf & Country Club  
Mentmore  
Leighton Buzzard  
Bedfordshire  
LU7 0UA  
tel 01296 662 020  
fax 01296 662 592

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Signed by:

Scott Clark

Signed on: ...6/6/05...

PRESENTED BY DELOITTE & TOUCHE, Hill House, 1 Little New Street, London EC4A 3TR

Registered office:  
The Club Company (UK) Ltd, Bath Road, Knowl Hill,  
Reading, Berkshire, RG10 9AL  
Registered in England No 3125439  
[www.theclubcompany.com](http://www.theclubcompany.com)



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Signed by:



Nicola Bouwes

Signed on: ...6/6/05...

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Signed by:



Mark Warne

Signed on: ...6/6/05...

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Signed by: Bill Dextley.....-Duly authorised Signed on: ...6/6/05...  
For and on behalf of LGV 3 Private Equity Fund Limited  
Partnership

PRESENTED BY DELOITTE & TOUCHE, Hill House, 1 Little New Street, London EC4A 3TR  
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Signed by:



Charles Michael Parker

Signed on: ...6/6/05...

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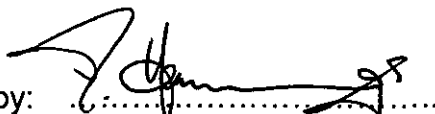
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Signed by:

  
.....  
Martin Ewart Hemmings

Signed on: ...6/6/05...

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Signed by:

  
Patrick Ferguson

Signed on: ...6/6/05...

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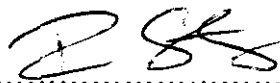
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Signed by:

  
.....  
Paul Scott Stephens

Signed on:

  
6/6/2005

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Signed by:

  
Paul McCullough

Signed on: ...6/6/05

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Signed by:  .....  
Thierry Delsol

Signed on: ...6/6/05...

PRESENTED BY DELOITTE & TOUCHE, Hill House, 1 Little New Str