

Company No. 05215386

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
BRITISH LAND LEISURE LIMITED

Pursuant to section 288 of the Companies Act 2006 (**CA 2006**) we, the undersigned, being the sole eligible member (as defined by section 289 CA 2006) of British Land Leisure Limited (**Company**) for this purpose, signify our agreement to and pass the following written resolution as a special resolution of the Company as designated below:

SPECIAL RESOLUTION

That the share capital of the Company be reduced from £175,135,802, divided into 175,135,802 ordinary shares of £1.00 each (of which all 175,135,802 of the ordinary shares have been issued and are fully paid, to £108,135,802, divided into 108,135,802 ordinary shares of £1.00 each, by cancelling in full 67,000,000 of the existing 175,135,802 issued and fully paid ordinary shares and by crediting the amount paid up or credited as paid up on each ordinary share so cancelled to a distributable reserve in the books of the Company, without making any payment to the holders of those shares, or any other shares, in the Company.

Signature:.....
BL LEISURE AND INDUSTRIAL HOLDING COMPANY LIMITED

BRYAN LOUIS 8 November 2016

TUESDAY



A26 *A7IME6R5* #23
13/11/2018
COMPANIES HOUSE

EXPLANATORY STATEMENT

(This explanatory statement is not part of any proposed written resolution.)

- 1 This document is proposed by the board of directors of the Company.
- 2 This document is sent to the sole eligible member on 8 November 2018 (**Circulation Date**).
- 3 **Eligible members** are the members who are entitled to vote on the resolution on the Circulation Date.
- 4 If you wish to signify agreement to this document, please follow the procedure below:
 - (a) you (or someone acting on your behalf) must sign, print your name beneath your signature (if it is not already printed) and date this document.
 - (b) if someone else is signing this document on your behalf under a power of attorney or other authority, please send a certified copy of the relevant power of attorney or authority when returning this document.
 - (c) please return the document to the Company marked "for the attention of the company secretary" or hand it to the company secretary or any director in person.
- 5 Please note that it is not possible to withdraw your consent once this document, signed by you or on your behalf, has been duly received.
- 6 To be valid, this document must be received no later than the end of the period of 28 days beginning on the Circulation Date, otherwise it will lapse.
- 7 This document may be executed in multiple copies. Each member may sign his or her own separate copy, or two or more members may sign the same copy, as convenient.