

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

CERTIFIED TO BE A TRUE  
COPY OF THE ORIGINAL

BAKER & MCKENZIE LLP  
SOLICITORS  
100 NEW BRIDGE STREET  
LONDON EC4V 6JA

**WRITTEN RESOLUTIONS**  
**OF priceline.com Bookings Acquisition Company Limited**  
**(the "Company")**

Passed on 7 September 2007

In accordance with section 381A of the Companies Act 1985 and regulation 59 of the Company's articles of association, we the undersigned, being the sole member of the Company who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, resolve that the following resolutions shall be as valid and effectual as if the same had been passed by the Company at a general meeting of the Company duly convened and held

- 1 THAT the giving by the Company of financial assistance taking the form described in a statutory declaration of 7 September 2007 made by all of the directors of the Company on Companies Form 155(6)(a) (a copy of which together with the report by the Company's auditors is annexed hereto) be and is hereby approved
- 2 THAT the execution by the Company of a loan facility to be entered into by the Company and priceline.com International Limited ("PIL") in respect of the loan to be made by the Company to PIL in the sum of £9,200,000, which loan shall be used by PIL to finance in part (i) the purchase by PIL in aggregate of 197,538 C ordinary shares of 0.1 pence each in the capital of PIL from Anthonie Jan Kosten, Koolen B V, S A N Beheer B V, Herald van de Breggan, Pieter van Doorne and Hermanus van Ree (the "Buyback"), (ii) the payment of certain professional fees incurred in respect of such Buyback, (iii) the payment of stamp duty payable by PIL in respect of such C ordinary shares to be bought back and (iv) the payment of interest at a rate of 5% per annum on the consideration payable by PIL for the C ordinary shares, be and is hereby approved
- 3 THAT each of the directors of the Company is relieved of any breach of their fiduciary duties to the Company associated with the above



Duly authorised signatory for and  
on behalf of priceline.com International Limited

Dated September 2007

