

COMPANY NO 5581127

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER

OF

**FIRST CHOICE SPAIN LIMITED
("the Company")**

CIRCULATION DATE: 27 October 2014

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company propose that the following resolutions be passed as Special Resolutions

SPECIAL RESOLUTIONS

REDUCTION IN SHARE CAPITAL

IT IS RESOLVED

- 1 THAT the Company's ordinary share capital be reduced from £11 divided into 10 ordinary shares of £1 each to 1 ordinary share of £1 by cancelling and extinguishing in full 10 ordinary shares and transferring the amount paid up to the Company's profit and loss reserve
- 2 THAT the Company's share premium account of £18,725,090 be cancelled and the amount transferred to the Company's profit and loss reserve

The undersigned, being the sole member of the Company on the Circulation Date and entitled to vote on the Special Resolutions, hereby irrevocably agrees to the Special Resolutions

Signed 
Stuart Case – Director
For and on behalf of First Choice (Euro) Limited

Dated 27 October 2014

NOTES

- 1 Please indicate your agreement with the Special Resolution(s) above by signing and dating this document where indicated and returning it to Claire Dakin at TUI Travel House, Crawley Business Quarter, Fleming Way, Crawley, West Sussex RH10 9QL or claire.dakin@tuitravel.com
- 2 Once you have indicated your agreement with the Special Resolution(s) you may not revoke your agreement
- 3 The Special Resolution(s) above will lapse unless agreed within 28 days of the Circulation Date

FRIDAY



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COMPANIES HOUSE