

COMPANY NO 5758056

MONDAY



PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER
OF
WORLD CHALLENGE HOLDINGS LIMITED
("the Company")

CIRCULATION DATE: 10 JUNE 2013

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company propose that the following resolution be passed as a special resolution ("the Resolution")

SPECIAL RESOLUTION

REDUCTION IN SHARE CAPITAL

IT IS RESOLVED

THAT the Company's share capital be reduced from £999 67 divided into 99,967 ordinary shares of £0 01 each to one ordinary share of £0 01 by cancelling and extinguishing in full 99,966 ordinary shares and transferring the amount paid up to the Company's profit and loss reserve account

CANCELLATION OF SHARE PREMIUM ACCOUNT

IT IS RESOLVED

THAT the Company's share premium account of £3,060 be cancelled and the amount paid up transferred to the Company's profit and loss account

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

Signed

Joyce Walter – Deputy Company Secretary and Authorised Signatory
For and on behalf of TUI Travel PLC

Dated 10 JUNE 2013

NOTES

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