

Company No 05848021

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
333 HOLDINGS LIMITED

The resolutions set out below (**Resolutions**) are proposed as written resolutions of 333 Holdings Limited (the **Company**) pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**CA 2006**)

Pursuant to section 288 of the CA 2006 we, the undersigned, being eligible members (as defined in section 289 of the CA 2006) of the Company for the purpose of resolution 2 representing not less than 50% of the total voting rights of all such eligible member and for the purpose of resolutions 1, 3 and 4, representing not less than 75% of the total voting rights of all such eligible members, signify our agreement to and pass resolution 2 as an ordinary resolution of the Company and resolutions 1, 3 and 4 as special resolutions of the Company

SPECIAL RESOLUTION

- 1 THAT the articles of association of the Company (**Articles**) be amended as follows
 - a article 4 of the Articles be deleted and replaced with the following new article 4

"The directors of the Company and generally and unconditionally authorised to exercise all powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company under section 550 of the Companies Act 2006 "
 - b a new article 4A be inserted in the Articles as follows

"Regulation 110(a) of Table A be amended by the insertion of the words "or, to the extent lawfully able, any revaluation reserve or other reserve of the Company" after the words "capital redemption reserve" "

ORDINARY RESOLUTION

- 2 THAT, subject to the passing of resolution 1 and the amendment of the Articles the pursuant thereto, the sum of £70,570 being a revaluation reserve, be and is hereby capitalised and appropriated as capital to the sole holder of Ordinary shares of £0.02 each in the capital of the Company as appearing in the register of members as at the close of business on 30 June 2016 and that the directors be and are hereby authorised to apply such sum in paying up in full 3,528,500 Ordinary shares of £0.02 each in the capital of the Company (**Bonus Shares**) and to allot and issue such Bonus Shares, credited as fully paid up, to the sole holder of Ordinary shares of £0.02 each



SPECIAL RESOLUTIONS

- 3 THAT, subject to the passing of resolution 2 and the allotment and issue of the Bonus Shares, the issued share capital of the Company be reduced by cancelling and extinguishing all but one of the issued ordinary shares of £0.02 each in the Company and the amount by which the share capital is so reduced be credited to a reserve
- 4 THAT the share premium account of the Company be cancelled and the amount of the share premium account so cancelled be credited to a reserve

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, a person entitled to vote on the Resolution on 30 June 2016, hereby irrevocably agrees to the Resolutions

Signed by Cirrus Inns Holdings Limited



Date

01/07/2016

NOTES

1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version, either by hand or by post to Johanna White, Studios C&D, 209 St John's Hill, London SW11 1TH

You may not return the Resolutions to the Company by any other method

If you do not agree to the Resolutions, you do not need to do anything You will not be deemed to agree if you fail to reply

2 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement

3 Unless by 28 July 2016 sufficient agreement is received for the Resolutions to pass, they will lapse If you agree to the Resolutions