

**Notice of Special Resolutions**  
**HLT OPERATING MEZZ III-H LIMITED**

(Company Number 06399175)

Pursuant to Section 288 of the Companies Act 2006, the following written resolutions were duly passed on 13 August 2015

**Special Resolutions**

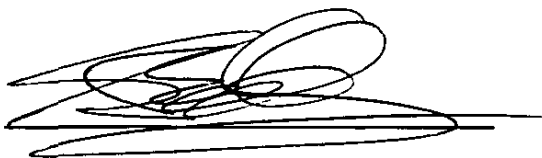
"THAT the company be wound up voluntarily "

"THAT the Articles of Association be and are hereby altered in accordance with Section 21 of the Companies Act 2006 to include the provisions of Regulation 117 of Table A of the Companies (Tables A-F) Regulations 1985 "

"THAT the Joint Liquidators be authorised to divide all or such part of the assets of the company in specie as they shall think fit amongst the members of the company "

"THAT the Joint Liquidators be authorised under the provisions of Section 165 of the Insolvency Act 1986 to exercise any of the powers laid down in paragraphs 1 and 2 of Schedule 4 to the Insolvency Act 1986 namely, to pay any class of creditors in full and to make compromises with those who may have claims against the company "

Signature



Name of Signatory Stuart Beasley

Designation Director



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19/08/2015

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