

Company No: 06590299

FRIDAY



THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
COPY WRITTEN RESOLUTIONS

of

DAVID LLOYD LEISURE PROPERTIES NO. 4 LIMITED
 ("Company")

PASSED ON 01/11/2013

In accordance with the written resolution procedure in chapter 2 of part 13 of the Companies Act 2006, the following resolutions were duly passed on 01/11/2013 as ordinary and special resolutions as indicated below

ORDINARY RESOLUTIONS

- 1 **That**, pursuant to section 551 of the Act, the directors be and are generally and unconditionally authorised to exercise all powers of the Company to allot shares in the Company up to an aggregate nominal amount of £0 0001, **provided that** (unless previously revoked, varied or renewed) this authority shall expire on 01/11/2018

SPECIAL RESOLUTIONS

- 2 **That** the articles of association of the Company be amended by inserting

1 1 1 1 The following definitions in article 1

"Ordinary Non-Voting Shares" means an ordinary non-voting share of £0 0001 in the capital of the Company, and

"Ordinary Voting Shares" means an ordinary voting share of £0 0001 in the capital of the Company

1 1 1 2 following as a new article 2A

"2A Share Rights

(i) Ordinary Voting Shares which are fully paid entitle the holder

a to full voting rights,

b in respect of dividends, to full participation in any distribution, and

c in respect of capital, to full participation in a distribution (including on a winding-up)

The Ordinary Voting Shares are not redeemable

(ii) Ordinary Non-Voting Shares which are fully paid entitle the holder

a to receive notice of, attend and speak at general meetings of the Company, and to have any written shareholder resolutions of the Company circulated to them, but not to vote at any general meeting of the Company or on any written shareholder resolution of the Company,

b in respect of dividends, to full participation in any distribution, and

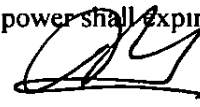
c in respect of capital, to full participation in a distribution (including on a winding-up)

The Ordinary Non-Voting Shares are not redeemable The Ordinary Voting Shares and the Ordinary Non-Voting Shares shall rank pari passu with regard to participating in any distribution whether by way of dividend or capital "

3 That

i pursuant to section 570 of the Act, the directors be and are generally empowered to allot equity securities (within the meaning of section 560 of the Act) pursuant to the authority granted by resolution 2 up to an aggregate nominal amount of £0 0001 as if section 561 of the Act did not apply to any such allotment; and

ii (unless previously revoked, varied or renewed) this power shall expire on **1**
NOVEMBER 2018


J. MORAN

Director