

COMPANY NUMBER: 09233683

**THE COMPANIES ACT 2006**  
**COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**G B HOTELS LONDON LIMITED ✓**  
**(THE "COMPANY")**

SATURDAY



A13      \*A515U9QO\*      #51  
20/02/2016  
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions below be passed as special resolutions (Resolutions)

**SPECIAL RESOLUTION**

- 1 **THAT** the issued share capital of the Company be reduced from £200,000 (divided into 200,000 ordinary shares of £1 00 each and as currently held between the Company's members in those amounts set out opposite their respective names in column (2) of the grid below) to £100 (divided into 100 ordinary shares of £1 00 each) by cancelling and extinguishing 199,900 ordinary shares of £1 00 each (in those amounts, per member, as set out opposite their respective names in column (4) of the below grid, which would then leave the members with such shares in the capital of the Company as set out opposite their respective names in column (6) of the below grid), such reduction being supported by a solvency statement (as attached) having been signed by each of the Company's directors ("**Proposed Reduction**"), and
- 2 **THAT** rather than making a payment out of capital to the members in relation to the Proposed Reduction, to simultaneously set-off such amounts, on a pound for pound basis, against the member's outstanding loans owing to the Company (being a total aggregate sum of £200,000 owing from the members, to the Company in those amounts set out opposite the members' names in column (3) of the grid below), subsequently reducing the members' liabilities to the Company to £100 (owing in those amounts set out opposite the members' names in column (5) of the grid below),

Name of the Shareholder	Number of shares held in the Company (pre-reduction)	Members' Liabilities	Amount of reduction of the Members' Liabilities (£) and simultaneously, the reduction of the issued capital of the Company	Amount of the remaining debt of each Shareholder (post-reduction) (£)	Number of shares held in the Company (post-reduction)
Brandon Riley	80,000 ordinary shares of £1 00 each	80,000	79,960	40	40 ordinary shares of £1 00 each

Glenn Mills	80,000 ordinary shares of £1 00 each	80,000	79,960	40	40 ordinary shares of £1 00 each
Marick Capital Limited (CRN 08458300)	25,472 ordinary shares of £1 00 each	25,472	25,460	12	12 ordinary shares of £1 00 each
John Slater	7,264 ordinary shares of £1 00 each	7,264	7,260	4	4 ordinary shares of £1 00 each
Andrew White	7,264 ordinary shares of £1 00 each	7,264	7,260	4	4 ordinary shares of £1 00 each
<b>TOTAL</b>	<b>200,000</b>	<b>200,000</b>	<b>199,900</b>	<b>100</b>	<b>100</b>

## AGREEMENT

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

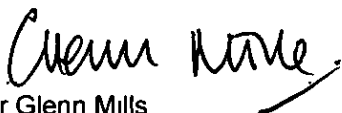
The undersigned, the persons entitled to vote on the Resolutions, hereby irrevocably agree to the Resolutions



Mr Brandon Riley

17 FEBRUARY 2016

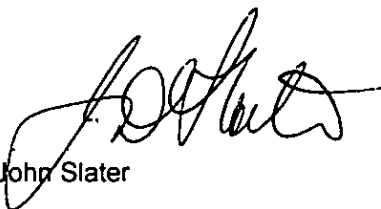
Date



Mr Glenn Mills

17 FEBRUARY 2016

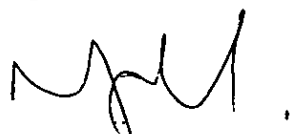
Date



Mr John Slater

17 FEBRUARY 2016

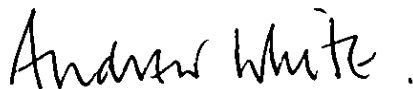
Date



Marick Capital Ltd

17 FEBRUARY 2016

Date



Mr Andrew White

17 FEBRUARY 2016

Date

## **NOTES**

1 If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning to the Company by hand delivering the signed copy to the Company's registered office. You may not indicate your agreement to the Resolutions by any other method. If you do not agree to all of 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 days of the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.