

COMPANY NUMBER: 09607229

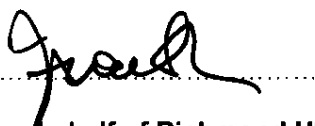
THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
PARKDEAN RESORTS TOPCO LIMITED

Circulation date: *28 December* 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, we, the undersigned sole eligible member of the Company entitled to receive notice of, and to attend and vote at, general meetings of the Company on the above circulation date, hereby pass the following resolution as a written resolution and agree, that if duly passed, it shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

SPECIAL RESOLUTION

That the issued share capital of the Company be reduced from GBP 295,015,460.83 to GBP 0.83 by cancelling and extinguishing 29,501,546,000 issued ordinary shares of GBP 0.01 each in the capital of the Company, each of which is fully paid up, and the share premium account of the Company be cancelled, and the amount by which the share capital is so reduced, and the amount of the share premium account so cancelled, be credited to a reserve.

APPROVAL

For and on behalf of Richmond UK Bidco Limited

Date: *28* December 2017**NOTES**

A special resolution will be passed once members representing 75% of the total voting rights of eligible members signify their agreement to it. The percentage must be achieved within the period of 28 days beginning on the circulation date specified above.

A copy of the solvency statement is set out on the next page.

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COMPANIES HOUSE