

COMPANY NUMBER: 09607256

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF

PARKDEAN RESORTS MIDCO LIMITED

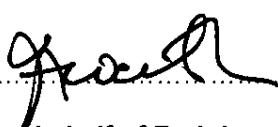
Circulation date: *28 December* 2017

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 505,036,958 to GBP 1 by cancelling and extinguishing 505,036,957 issued ordinary shares of GBP 1.00 each in the capital of the Company, each of which is fully paid up, and the amount by which the share capital is so reduced be credited to a reserve.

APPROVAL

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For and on behalf of Parkdean Resorts Finco Limited

Date: *28* December 2017

FRIDAY



A05 *A6MAQ1E9* 29/12/2017 #59
COMPANIES HOUSE

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.