

Company Number: 12611782

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

SCN HOLIDAYS LTD

(the **Company**)

Dated 08/10/2020 (the Circulation Date)

FRIDAY



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**2006 Act**), the directors of the Company propose that resolution 1 be passed as ordinary resolution and resolution 2 be passed as a special resolution (the **Resolutions**):

ORDINARY RESOLUTION

1. **THAT** in accordance with section 551 of the 2006 Act, the directors be now generally and unconditionally authorised to allot 50 ordinary shares of £1.00 each in the share capital of the Company, each having the respective rights and subject to the respective restrictions set out in the Company's articles of association. Unless renewed, varied or revoked by the Company, this authority shall expire within one month of the date this resolution is passed, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the 2006 Act.

SPECIAL RESOLUTION

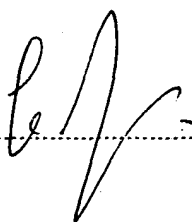
2. **THAT** subject to the passing of resolution 1 above, the directors be given general and unconditional authority to allot, for cash, the shares set out in resolution 1 as if section 561(1) of the 2006 Act and the pre-emption rights contained within article 7 of the Company's articles of association did not apply to such allotment.

AGREEMENT

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

The undersigned, being the persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

Signed by Graham Rogers



Date:

08/10/2020

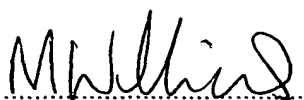
Signed by Carl Brackenbury



Date:

08/10/2020

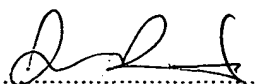
Signed by Mark Williams



Date:

08/10/2020

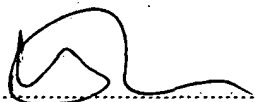
Signed by David McDonald



Date:

08/10/2020

Signed by Martin Lock



Date:

08/10/2020

NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

By hand: delivering the signed copy to the Company's registered office; or

By post: returning the signed copy by post to the Company's registered office.

If you do not agree to 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. Where, within 28 days of the Circulation Date insufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to these Resolutions, please indicate your agreement and notify us as soon as possible.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.