

Company No. SC051272

**MOFFAT LODGE MOTOR INN LIMITED**

Written Resolutions (the "**Resolutions**") of the Sole Shareholder of **Moffat Lodge Motor Inn Limited** (the "**Company**").

We the undersigned being the sole shareholder of the Company entitled to receive notice, attend and vote at a general meeting of the Company duly convened and held in accordance with the Articles of Association hereby pass the following Resolutions as special resolutions.

WHEREAS the directors of the Company, at a meeting of the directors dated 9 September 2020, resolved to propose to the Shareholder that they should consider and approve :

1. that the issued share capital of the Company be reduced from £90,040,000 to £1 by cancelling and extinguishing all but one of the issued ordinary shares of £1 each in the Company, each of which is fully paid up; and
2. the amount by which the share capital is so reduced be credited to the distributable reserves of the Company for the purpose of declaring a dividend.

**SPECIAL RESOLUTION**

WHEREAS the shareholder of the Company considers it expedient and in the best interests of the Company and **HEREBY RESOLVES:**

1. that the issued share capital of the Company be reduced from £90,040,000 to £1 by cancelling and extinguishing all but one of the issued ordinary shares of £1 each in the Company, each of which is fully paid up;
2. the amount by which the share capital is so reduced be credited to the distributable reserves of the Company for the purpose of declaring a dividend; and
3. to authorise the board of directors of the Company to take any and all further necessary steps in relation to the reduction of capital with immediate effect.

Dated this: 09/09 2020.

*Cheli lw*

For and on behalf of  
Arbiter & Weston Limited

