

THE BALMORAL HOTEL HARROGATE LIMITED

Registered Number SC125335

(the "Company")

NOTICE IS HEREBY GIVEN THAT at an EXTRAORDINARY GENERAL MEETING of the above-named Company held at Saltire Court, 20 Castle Terrace, Edinburgh on *8th June* 1995 at *5.30 am*/pm the following Resolutions were passed as Special Resolutions of the Company.

SPECIAL RESOLUTIONS

1. the Company enter into a Facility Agreement (the "Agreement") with inter alia The Governor and Company of the Bank of Scotland (the "Bank") substantially in the form of the document produced to the Meeting and initialled by the Chairman thereof for the purposes of identification inter alia imposing certain guarantee obligations on the Company in respect of the Guaranteed Liabilities (as defined in the Agreement) all as detailed more fully in Clause 10 of the Agreement;
2. the Company, in security of its obligations to the Bank under inter alia the Agreement, enter into a Debenture for all sums due or to become due by the Company to the Bank pursuant to the Finance Documents (as defined in the Agreement), whether as principal or guarantor, comprising legal mortgages and fixed and floating charges over the Company's whole property and undertaking, present and future, substantially in the form of the document produced to the Meeting and initialled by the Chairman thereof for the purposes of identification.



Secretary

