

PRINT OF RESOLUTION FOR FILING AT COMPANIES HOUSE

Company Number 960252

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

THOMAS COOK SCHEDULED TOUR OPERATIONS LIMITED (the "Company")

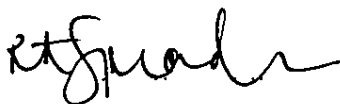
passed on 28th May 2014

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following ordinary resolution was duly passed as a written resolution of the Company

ORDINARY RESOLUTION

THAT, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £31,000,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 28th May 2015 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be 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 80 or 80A of the Companies Act 1985 or section 551 of the CA 2006 but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities



Director

Rebecca Symondson
For and on behalf of
THOMAS COOK GROUP MANAGEMENT
SERVICES LIMITED

TUESDAY



A21

A39ABCNS

03/06/2014

#28

COMPANIES HOUSE

PRINT OF RESOLUTION FOR FILING AT COMPANIES HOUSE

Company Number 960252

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

THOMAS COOK SCHEDULED TOUR OPERATIONS LIMITED (the "Company")

passed on 28th May 2014

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following ordinary resolution was duly passed as a written resolution of the Company

ORDINARY RESOLUTION

THAT, in accordance with paragraph 42(2)(b) of Schedule 2 of the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, the restriction on the authorised share capital of the Company set out in paragraph 5 of the memorandum of association of the Company, which by virtue of section 28 of the Companies Act 2006 is treated as a provision of the Company's articles of association, is hereby revoked and deleted

Rebecca Symondson

Director

Rebecca Symondson
For and on behalf of
**THOMAS COOK GROUP MANAGEMENT
SERVICES LIMITED**

TUESDAY

A21

03/06/2014
COMPANIES HOUSE

#29