

Company number: 03186775

VACATION CLUB PARTNERSHIPS LIMITED

(Company)

WRITTEN RESOLUTIONS OF THE DIRECTORS

Made on 30 January 2023

Whereas, the Company wishes to change its articles of association, these resolutions are proposed for the Company to approve the actions required to adopt the new articles of association (**New Articles**).

1. Interests

1.1 Each director confirms by signing these resolutions that:

- (a) he or she has no direct or indirect interest in any way in the proposed matters which are the subject of these resolutions; or
- (b) they have disclosed the interests which he or she is required to disclose by section 177 of the Companies Act 2006 and the Company's articles of association.

2. Documents

2.1 The following documents have been provided to the directors:

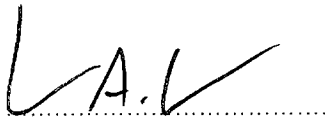
- (a) the new articles of association of the Company; and
 - (b) the proposed sole shareholder written resolution authorising the adoption of the new articles of association,
- together, the **Documents**.

3. Resolutions

3.1 Following consideration, including consideration of the matters referred to in section 172(1) of the Companies Act 2006, we the undersigned, being the directors of the Company **RESOLVE** pursuant to the articles of association of the Company:

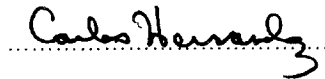
- (a) following shareholder approval, to approve the new articles of association in the form attached to this resolution and with effect from the date of such shareholder approval to adopt the new articles of association as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association;

- (b) that following shareholder approval, any director be authorised to take such actions and do anything as may be required (including execution of any documentation) to approve the new articles of association and adopt the new articles of association as the articles of association of the Company;
- (c) to approve each of the Documents, subject to such amendments as any director may consider necessary or desirable; and
- (d) that following the passing of these written resolutions, the company secretary be instructed to:
 - (i) circulate the proposed shareholder written resolution authorising the adoption of the new articles of association to the sole shareholder of the Company; and
 - (ii) to arrange for the necessary forms and documents to be filed at Companies House within the prescribed time limits.



Bruce Brown, Director

30 January 2023



Carlos Hernandez, Director

30 January 2023



Sarajane Bonck, Director

30 January 2023