

**COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS**  
**OF**  
**RESIDENT HOTELS LIMITED**  
**("the Company")**

On 17 May 2022 the following resolutions were duly passed by the members of the Company entitled to vote by way of a written resolution in accordance with Chapter 2 of Part 13 of the Companies Act 2006.

**SPECIAL RESOLUTION – ADOPTION OF NEW ARTICLES OF ASSOCIATION**


THAT the draft articles of association attached to these Written Resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

**ORDINARY RESOLUTION – ALLOTMENT OF SHARES**

THAT, in accordance with section 551 of the Act, the directors be unconditionally authorised to allot 1,000 A Growth Shares and 600 B Growth Shares. Unless renewed, varied or revoked by the Company, this authority shall expire on the date falling one year from the date that 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.

**SPECIAL RESOLUTION – DIS-APPLICATION OF PRE-EMPTION RIGHTS**

THAT, subject to the passing of Resolution 3 and in accordance with section 569 of the Act, all pre-emption rights which would otherwise apply to the allotment of the 1,000 A Growth Shares and 600 B Growth Shares whether pursuant to the Act or otherwise be and are hereby waived so as to enable the allotment of such A Growth Shares to David Orr and the allotment of the such B Growth Shares to William Laxton.

  
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Director (Robert Peters)