

**RECORD OF WRITTEN SHAREHOLDER RESOLUTION
(FOR FILING WITH THE REGISTRAR)**

Company number
102630

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN SPECIAL RESOLUTION
OF
THOMAS COOK RETAIL LIMITED**

UNDER CHAPTER 2 OF PART 13 OF THE COMPANIES ACT 2006

By a written resolution dated 19 June 2014, the sole member of the company agreed to the following resolution being passed as a special resolution

Special resolution

THAT article 14 of the Company's articles of association be deleted and replaced with a new article 14 as follows

A director who declares his interest therein in a manner provided by the Act and these Articles may vote as a director in regard to any contract, transaction or arrangement in which he is interested or upon any matter arising therefrom, and if he shall so vote his vote shall be counted, and he shall be counted in the quorum when any such contract, transaction or arrangement is under consideration

Director



MONDAY



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07/07/2014

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COMPANIES HOUSE