Company No. 00368879

WEDNESDAY

L88XPWMX
LD1 03/07/2019 #24
COMPANIES HOUSE

Q & M LIMITED

(the "**Company**")

WRITTEN RESOLUTION OF THE COMPANY PURSUANT TO S.281 AND PART 13 CHAPTER 2 OF THE COMPANIES ACT 2006

Circulation Date: 28 JUNE 2019

In accordance with Part 13 Chapter 2 of the Companies Act 2006, the directors of the Company propose the following written resolution which is proposed as special resolution (the "**Resolution**").

SPECIAL RESOLUTION

That, conditional on this resolution being passed on or before the date falling 15 days after the date of the directors' solvency statement that was tabled to the meeting at which the Company resolved to circulate this written resolution:

(a) the Company's share capital be reduced by cancelling and extinguishing 53 ordinary shares of £1.00 each in the capital of the Company; and

(b) the amount so reduced be credited to the Company's profit and loss account.

Agreement to Resolution

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being a person entitled on the date set out above to vote on the Resolution, irrevocably agrees to the Resolution.

[*Signature page to follow*]

.....

Director
For and on behalf of
Maybourne Hotels Limited

Date: 28 JUNE 2019

NOTES

Procedures for signifying agreement

1 If you agree to the Resolution, please signify your agreement by signing and dating this document where indicated above and returning it to the Company.

Period for agreeing to Resolution

2 If you agree to the Resolution for the reduction of the Company's share capital, please ensure that your agreement reaches us before the date falling 15 days from the date of the directors' solvency statement that was tabled to the meeting at which the Company resolved to circulate this written resolution. The requirements of the Companies Act 2006 are such that the Resolution may be ineffective if the agreement of members representing not less than 75% of the total voting rights of eligible members is not received on or before that date.

Company No. 00368879

RESOLUTION

-of-

Q & M LIMITED

(the "Company")

In accordance with Part 13 Chapter 2 Companies Act 2006, the following resolution was passed as a written resolution on 28 JUNE 2019.

SPECIAL RESOLUTION

That:

(a) the Company's share capital be reduced by cancelling and extinguishing 53 ordinary shares of £1.00 each in the capital of the Company; and

(b) the amount so reduced be credited to the Company's profit and loss account.

Director/Company Secretary