NORTHOLT GOLF CLUB LIMITED (Company Number 03154982)

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(the "Company")

NOTICE IS HEREBY GIVEN to you V K Mehta & Co of 25 Balham High Road, London, SW 12 9AL, as Auditors for the Company, in accordance with Section 381B of the Companies Act 1985 (the "Act") that it is proposed that the following resolutions are passed as written resolutions of the Company in accordance with Section 381A of the Act.

Written Resolution of the Shareholders

- 1. That in connection with the proposed acquisition of the whole of the issued share capital of the Company (the "Acquisition") by Crown Accommodation Limited (the "Purchaser") the Company is hereby authorised (subject to compliance with the provisions of Section 155-158 of the Companies Act 1985) to give financial assistance to the Purchaser by way of:
 - a) A Legal Charge over its property known as Northolt Golf Club Huxley Close Northolt Middlesex UB5 5UL Title No. AGL 24842 in favour of the Bank.
 - b) An Unlimited Inter Company Guarantee with Accession to guarantee the liabilities of the Purchaser to The Royal Bank of Scotland ("the Bank")
 - c) A Debenture over all the assets and undertakings of the Company in favour of the Bank and;
- 2. For the purpose of the Acquisition and the consideration, approval and execution by the Company of all documents, notices and deeds in connection with the Acquisition (the "Execution") and notwithstanding anything contained in the Articles of Association of the Company to the contrary, the directors of the Company be and are authorised to:
 - a) vote on any matter in relation to the Acquisition and Execution in which they have, directly or indirectly, an interest or duty which is material and which may conflict with the interests of the company, and
 - b) count in the quorum at any meeting of the board of directors of the Company in relation to any aspect of the Acquisition and the Execution.

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all the Signed by the members of the Company Acting by:

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