

. . . .

Company number: 03225754

**WRITTEN RESOLUTION OF THE SOLE MEMBER OF**

**RF CORPORATE UK LTD (the Company)**

**Circulation Date:** 15 December 2017

---

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following written resolution be passed as a special resolution, as set out below (the **Resolution**).

**SPECIAL RESOLUTION**

THAT the issued share capital of the Company be reduced from £615,797 to £1 by cancelling and extinguishing 615,796 of the ordinary shares of £1 each in the Company, each of which is fully paid up, AND THAT the amount by which the share capital is so reduced be credited to a reserve.

**AGREEMENT**

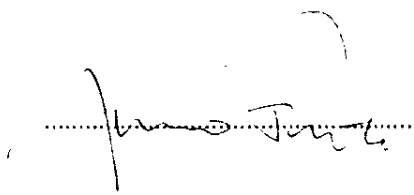
Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution.

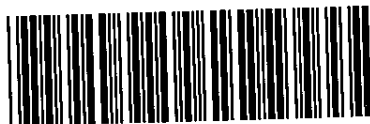
Signed by Sir Rocco Forte

For and on behalf of **Rocco Forte Hotels Limited**

Date

  
15 December 2017

SATURDAY



A31 \*A6X2GZCA\* #118  
06/01/2018  
COMPANIES HOUSE

6880868

## NOTES

- 1.1 If you agree to the Resolution, please indicate your agreement by signing and dating the document overleaf and returning it to the Company using one of the following methods:
  - (a) By Hand: delivering the signed copy to Paul McCarthy-Smith, RF Corporate UK Ltd, 70 Jermyn Street, London, SW1Y 6NY.
  - (b) By Post: returning the signed copy by post to RF Corporate UK Ltd, 70 Jermyn Street, London, SW1Y 6NY.
  - (c) By E-mail: by attaching a scanned copy of the signed document and sending it to [pmccarthy-smith@roccofortehotels.com](mailto:pmccarthy-smith@roccofortehotels.com). Please enter "Written resolution" in the e-mail subject box.
- 1.2 If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 1.3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 1.4 Unless, by the date falling 28 days after the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
- 1.5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.