

The Companies Act 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
of
COTSWOLD INNS AND HOTELS LIMITED (Company number 03309179)

("the Company")

CIRCULATION DATE 1st October 2019

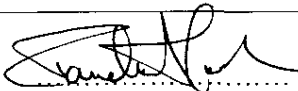
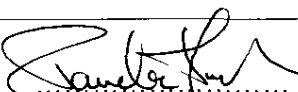
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company proposes that the resolution below is passed as a special resolution ("**Resolutions**").

SPECIAL RESOLUTION

THAT the share capital account of the Company be reduced by a cancellation of 5,000,000 £1 ordinary shares with a direct credit of £5,000,000 being placed to the company's profit and loss account so as to create distributable profits in accordance with *Companies (Reduction of Share Capital) Order 2008, SI 2008/1915*

Please read the notes at the end of this document before signifying your agreement to the resolutions set out above — IN PARTICULAR PLEASE NOTE THAT THIS IS A CONDITIONAL SPECIAL RESOLUTION WHICH WILL LAPSE IF NOT AGREED WITHIN 15 DAYS OF CIRCULATION.

We the undersigned, being all persons entitled to vote on the resolutions on the Circulation Date, hereby irrevocably agree to the special resolutions set out above:

Eligible Member	% of total voting rights	Signature	Date
Pamela Jane Horton	50		<u>1st October</u> 2019
Michael Tombs Horton <i>acting by his</i>	50	 <i>Signed by Michael</i>	<u>1st October</u> 2019

attorney Pamela Jane Horton

Tombs Horton by his attorney Pamela Jane Horton under a power of attorney dated 14th February 2002.



NOTES TO PROPOSED WRITTEN RESOLUTION

1. Attached to these notes is the special resolution of the Company proposed by the directors of the Company to be passed as a special resolution.
2. If you agree with the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company marked for the attention of "John Wearing" using one of the following methods:
 - a. By Hand: delivering the signed copy to Anthony Collins Solicitors LLP, 134 Edmund Street, Birmingham, West Midlands B2 2ES.
 - b. Post: returning the signed copy by post Anthony Collins Solicitors LLP, 134 Edmund Street, Birmingham, West Midlands B2 2ES.
 - c. E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to john.wearing@anthonicollins.com
3. 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.
4. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
5. **Unless, by 15 days from the date of circulation, agreement has been received for the resolutions to pass, they will lapse.** If you agree to the resolution, please ensure that your agreement reaches us before or during this date.
6. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
7. 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.