

Company number: 3760451

**The Companies Act 2006**

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**Company limited by shares**

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**Hand Picked Hotels Limited**

**Resolutions in writing of the eligible members of the company  
passed in accordance with section 288 of the Companies Act 2006**

We, the undersigned, being the required majority of eligible members of the company resolve as follows:

**Ordinary resolution**

That the directors be and are generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise any power of the company to (i) allot shares in the company, and/or (ii) grant rights to subscribe for or to convert any security into such shares, up to a maximum amount of £100,000,000 split into 34,918,485 series A preference shares of £1 each, 65,080,115 series B preference shares of £1 each, 90,000 A shares of £1 each, 10,000 B shares of £1 each, 10,000 C shares of £1 each, 10,000 D shares of £1 each, 10,000 E shares of £1 each and 10,000 Z shares of £1 each, at any time or times up to and including five years from the date of this resolution when this authority shall expire and this authority shall allow the company to make an offer or agreement before the expiry of the authority which would or might require shares to be allotted, or rights to subscribe for or to convert any security into shares to be granted, after the expiry of the authority.

Dated: 10 June 2015

Frédéric Feyten  
Director

Name: \_\_\_\_\_  
Authorised signatory of Alscot Sarl

Name: \_\_\_\_\_  
Authorised signatory of Neckinger Holdings Limited

  
Gérard MAÎTREJEAN  
Director

MONDAY



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15/06/2015

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