

Private company limited by shares
Written Resolution

- of -

ACTIVEBIDCO LIMITED
(the **Company**)

Circulation Date: 12 February 2013

Please read the notes below before signifying your agreement to the resolution below

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution

| | For | Against |
|---|-------------------------------------|--------------------------|
| SPECIAL RESOLUTION | | |
| 1 THAT the Company name be changed from ACTIVEBIDCO LIMITED to Virgin Active Health Club Holdings Limited | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

We the undersigned being the sole member of the above-named Company entitled to vote on resolutions of the Company on 13 February 2013 irrevocably agree to the resolution as indicated above

For and on behalf of
ACTIVEBIDCO LIMITED

Dated 13 February 2013

FRIDAY



A40 22/02/2013 #133
COMPANIES HOUSE

NOTES TO SHAREHOLDERS

- (1) If you wish to vote in favour of a resolution please put an "X" in the For box opposite that resolution. If you wish to vote against a resolution please put an "X" in the Against box next to that resolution or leave both boxes next to that resolution blank. Once you have indicated your voting intentions please sign and date this document and return it to the Company by hand, or by post to the Company's registered office.
- (2) If there are no resolutions you agree with, you do not need to do anything. You will not be deemed to agree if you fail to reply.
- (3) Once you have indicated your agreement to the resolution, you may not revoke your agreement.
- (4) If within 28 days of the Circulation Date insufficient agreement has been received for a resolution to pass, that resolution will lapse. If you agree to all or any of the resolutions, please ensure that your agreement reaches us before or during this date.