

Company No. SC163523

**Written Resolution of Chardon Management Limited (the "Company")**

Circulation Date: 11 December 2013

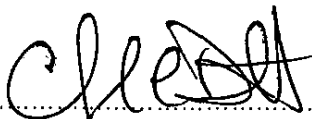
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, it is proposed that the following special resolution (the "Resolution") be passed:

**Special Resolution**

THAT the name of the Company be changed to Interstate Hotels UK Limited.

Please read the Notes below before signifying your agreement to the Resolution.

The undersigned, being an "eligible member" (as defined in Section 289 of the Companies Act 2006) and entitled to vote on the Resolution on the circulation date specified above, hereby irrevocably agrees to the Resolution:



Christopher Bennett, for and on behalf of  
Interstate UK Holdco Limited

Dated: 11 December 2013

TUESDAY



A20 \*A2Z1KTKP\* #128  
07/01/2014  
COMPANIES HOUSE

**NOTES:**

1. 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 using one of the following methods:  
  
**By hand:** delivering the signed copy to William Hunnam at Field Fisher Waterhouse LLP, 35 Vine Street, London EC3N 2AA.  
  
**Post:** returning the signed copy by post to William Hunnam at Field Fisher Waterhouse LLP, 35 Vine Street, London EC3N 2AA.  
  
**Email:** attaching a scanned copy of the signed document to an email and sending it to [william.hunnam@ffw.com](mailto:william.hunnam@ffw.com). Please enter "Written resolution – reference Project Thistle" in the email subject box.
2. If you do not agree to the Resolution, you do not need to do anything and 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. Unless sufficient agreement has been received for the Resolution to be passed within 28 days of the Circulation Date, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
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.