

Company No: 00786521

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
CITY HOTELS GROUP LIMITED (the "Company")

**WRITTEN RESOLUTION OF THE SOLE MEMBER OF THE COMPANY PROPOSED BY THE
BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH SECTION 291 OF
THE COMPANIES ACT 2006**

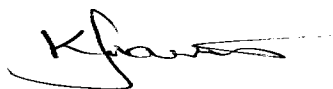
In accordance with section 288 of the Companies Act 2006, WE being the sole member of the Company who at the date of this resolution is circulated would have been entitled to vote on this resolution, DECLARE that the following written resolution/s shall take effect as a special resolution:

SPECIAL RESOLUTION

WE RESOLVE:

THAT the Company reduces its share capital from £2,633,750 to £1 by cancelling and extinguishing 13,125,000 Deferred Shares with a nominal value of £0.20 each and 43,745 Ordinary Shares with a nominal value of £0.20 each, in the Company, each of which is fully paid up. (the "**Capital Reduction**")

By order of the Board:



(Signed):.....

Director: Kirk Davis

Date: 27 September 2021

**INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) OF THE COMPANIES ACT
2006**

1. Eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the written resolution.
2. The circulation date of the written resolution is 27 September 2021 (the “**Circulation Date**”).
3. The procedure for signifying agreement by eligible members to a written resolution is as follows:
 - a) A member signifies his agreement to a proposed written resolution when the company receives from him (or someone acting on his behalf) an authenticated document –
 - (i) identifying the resolution to which it relates; and
 - (ii) indicating his agreement to the resolution.
 - b) The document must be sent to the company in hard copy form or in electronic form.
 - c) A member’s agreement to a written resolution, once signified, may not be revoked.
 - d) A written resolution is passed when the required majority of eligible members have signified their agreement to it.
4. The period for agreeing to the written resolution is the period of 28 days beginning with the Circulation Date (see section 297 Companies Act 2006).