

Company No. 00029022

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION

-of-

CLARIDGE'S HOTEL LIMITED

(the "Company")

WEDNESDAY



\*A6LPU3B5\*

A16

20/12/2017

#289

COMPANIES HOUSE

In accordance with Part 13 Ch 2 Companies Act 2006, the following resolution was passed as a written resolution on 12 December 2017.

SPECIAL RESOLUTION

- 1 That the existing articles of association of the Company (the "Articles") be and are hereby amended by:
  - 1.1 amending Article 2 by adding ", 105" after "94 to 97 (inclusive)"; and
  - 1.2 adding the following new Article 21A after Article 21:

DIVIDENDS

21A

- a) Subject to the terms of issue of the share in question, the Company may, by ordinary resolution on the recommendation of the directors, decide to pay all or part of a dividend or other distribution payable in respect of any share by transferring non-cash assets of equivalent value (including, without limitation, shares or other securities in any company).
- b) For the purposes of paying a non-cash distribution, the directors may make whatever arrangements they think fit, including, where any difficulty arises regarding the distribution—
  - i) fixing the value of any assets;
  - ii) paying cash to any distribution recipient on the basis of that value in order to adjust the rights of recipients; and
  - iii) vesting any assets in trustees.

Director