

Company number: 05133159

**WRITTEN RESOLUTION OF THE MEMBERS OF  
ROCCO FORTE & FAMILY (GENEVA) LIMITED (the "Company")**

Circulation Date: 28 February 2017

---

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following written resolution is passed as a special resolution as set out below (the "Resolution")

**SPECIAL RESOLUTIONS**

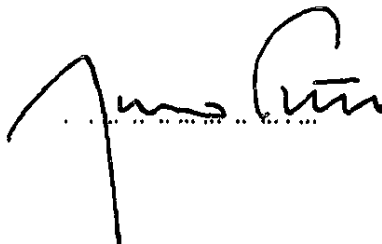
**THAT**, the issued share capital of the Company be reduced from £41,982,020 to £41,982,019 by cancelling and extinguishing all but one of the issued ordinary shares of £1 each in the Company, each of which is fully paid up, and the amount by which the share capital is so reduced be credited to a reserve.

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution

Signed by The Hon Sir Rocco Giovanni Forte



For and on behalf of

**Rocco Forte & Family (Luxury Hotels) Limited**

Date 28 February 2017



## NOTES

- 1 1 If you agree to the Resolution, please indicate your agreement by signing and dating the Resolution and returning it to the Company using one of the following methods
  - (a) By Hand delivering the signed copy to 70 Jermyn Street, London, SW1Y 6NY, FAO Rachel Ellen / Paul McCarthy-Smith
  - (b) By Post returning the signed copy by post to 70 Jermyn Street, London, SW1Y 6NY, FAO Rachel Ellen / Paul McCarthy-Smith
  - (c) By E-mail by attaching a scanned copy of the Resolution and sending it to [rellen@roccofortehotels.com](mailto:rellen@roccofortehotels.com) / [pmccarthy-smith@roccofortehotels.com](mailto:pmccarthy-smith@roccofortehotels.com). Please enter "Written resolution" in the e-mail subject box
- 1 2 If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply
- 1 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
- 1 4 Unless, by the date falling 28 days after the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse If you agree to the Resolution, please ensure that your agreement reaches us before or during this date