

Company number: 4033274

**THE COMPANIES ACTS 1985 to 1989**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS OF THE SOLE SHAREHOLDER**  
**OF**  
**INTERACTIVE HOTEL SERVICES LIMITED**  
**(the "Company")**

We, the undersigned, being the sole shareholder of the Company who, at the date of these resolutions would be entitled to attend and vote at general meetings of the Company HEREBY PASS the following resolutions and agree that these resolutions shall, for all purposes be as valid and effective as if they had been passed by us at a general meeting of the Company duly convened and held.

1. That the authorised share capital of the Company be increased from £214,510,711 to £217,510,711 by the creation of 3,000,000 Preference Shares of £1 each in the capital of the Company, ranking *pari passu* in all respects with the existing Preference Shares.
2. That the directors be generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (the "**Act**") to exercise all the powers of the Company to allot relevant securities up to a maximum nominal amount of the authorised but unissued share capital at the date of the passing of the resolution to the existing sole shareholder in the Company provided that this authority shall expire five years after the passing of this resolution and that the Company may before such expiry make an offer or agreement which would require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. In this resolution the expression "relevant securities" and references to the allotment of "relevant securities" shall bear the same respective meanings as in section 80 of the Act.

  
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For and on behalf of  
**Carmelite Capital Limited**

Dated: 28 SEPTEMBER 2006

Presented by:  
Taylor Wessing  
Carmelite  
50 Victoria Embankment  
London EC4Y 0DX  
Ref: DJF/CAK

