

ARRIVA plc

REGISTERED IN ENGLAND WITH NO. 347103

EXTRAORDINARY RESOLUTION

Passed at the Annual General Meeting of the company held on 6 May 2010

'That the Company be and is hereby granted general and unconditional authority to make market purchases (within the meaning of section 693 of the Companies Act 2006) on the London Stock Exchange of ordinary shares of 5 pence each in its capital **PROVIDED THAT**

- (i) this power shall be limited so that the number of ordinary shares of 5 pence each which may be acquired pursuant to this authority does not exceed 19,917,924 ordinary shares and shall expire on 6 August 2011, or, if earlier, at the conclusion of the next Annual General Meeting, and
- (ii) the price which may be paid for such ordinary shares does not exceed 5 per cent above the average of the middle market quotations as derived from The Stock Exchange Official List for the five business days before the purchase is made and is not less than 5 pence per share (in each case exclusive of expenses) '


Company Secretary

Doxford International Business Park
Sunderland
SR3 3XP

7 May 2010

I CERTIFY THAT THIS IS A
TRUE COPY OF THE ORIGINAL
DOCUMENT


Company Secretary

7/5/10
Date

TUESDAY



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11/05/2010

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COMPANIES HOUSE