



FILE COPY

**CERTIFICATE OF INCORPORATION
ON RE-REGISTRATION OF A PUBLIC COMPANY
AS A PRIVATE COMPANY**

Company No. 715143

I hereby certify that

GWR GROUP PLC

formerly registered as a public company has this day been re-registered
under the Companies Act 1985 as a private company is now incorporated
under the name of

GWR GROUP LIMITED

and that the company is limited.

Given at Companies House on **14th January 2009**



WEDNESDAY



LC4MC6IN

LD1

14/01/2009

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COMPANIES HOUSE



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES