

Company number: 01712661

Company limited by shares
Written resolutions of
Bombardier Transportation (Holdings) UK Limited
(the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed as special and ordinary resolutions:

SPECIAL RESOLUTION

THAT the articles of association of the Company be and are hereby amended by deletion of the paragraph at article 5.1 and its replacement with the following:

"In these Articles the ordinary shares of £1 each (the "Ordinary Shares") and the redeemable ordinary shares of £1 each (the "Redeemable Ordinary Shares") are together referred to as the "Sterling Shares"."

ORDINARY RESOLUTION

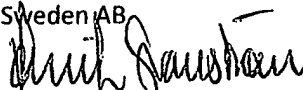

THAT the directors be and are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company provided that:

1. the maximum number of such shares that may be allotted under this authority (within the meaning of such section) is 10,000,000 Ordinary Shares of £1 each; and
2. this authority shall, unless it is (prior to its expiry) duly revoked or varied or is renewed, expire five years from the date of this resolution save that the Company may, before such expiry, make an offer or agreement which will or may require such shares to be allotted after such expiry.

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

Circulation date: 21st December 2020

We, the undersigned, being a member of the Company, hereby pass the foregoing resolutions, pursuant to section 288 of the Companies Act 2006 as ordinary resolutions:

Name of shareholder	Signatures	Date of signatures
Bombardier Transportation Sweden AB		22 nd December 2020
Copy: Auditors	 Fredrik Owman	
Annika Svanström		



Notes:

1. Shareholders who wish to agree to the resolutions should signify their agreement by signing and returning this document to the registered office of the Company marked for the attention of the company secretary.

If you do not agree to the resolutions, you do not need to do anything; you will not be deemed to agree if you fail to reply
2. If sufficient agreement is not received within 14 days of the date of the resolutions above, then the resolutions will lapse and shareholders will not be able to indicate agreement after that date. If you agree to the resolutions, please ensure your agreement reaches us before that date.
3. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this agreement on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.