

Company Number 01920772

WRITTEN RESOLUTION OF THE MEMBER(S)

of

CALEDONIAN SLEEPERS RAIL LEASING LIMITED

Circulation Date: 14th OCTOBER 2021

Pursuant to s.291 of the Companies Act, 2006 and in accordance with the Articles of Association of the Company, the directors of the Company recommend to the member(s) that the following resolution is passed as a special resolution of the Company (the "Resolution").

SPECIAL RESOLUTION

IT IS RESOLVED that the articles of association attached to this resolution be and are hereby adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles.



Signed by Jacqueline Patterson
NatWest Group Secretarial Service Limited, Secretary
for and on behalf of LOMBARD NORTH CENTRAL PLC

Dated: 28th October 2021



COMPANIES HOUSE.

29 OCT 2021

EDINBURGH MAILBOX

Notes to the member(s) ¹

(i) A member will be deemed to signify their agreement to a proposed resolution when the company receives from him (or from someone acting on his behalf) an authenticated document:

(a) identifying the resolution to which it relates, and

(b) indicating his agreement to the resolution.

(2) The document must be sent to the company in hard copy form or in electronic form.

(3) A member's agreement to a written resolution, once signified, may not be revoked.

(4) A written resolution is passed when the required majority of eligible members have signified their agreement to it.

(5) The proposed written resolution will lapse if not passed will lapse on 12th November 2021

¹ The notes to the members must be attached to the written resolution circulated or communicated to the member on by cover letter or email on circulation in order for the resolution to be validly executed in accordance with the Company's act.