

COMPANY NUMBER 1991069

THE COMPANIES ACT 1985

A PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF
ASSOCIATION OF:

EUROLINES (UK) LIMITED

Incorporated the 19th day of February, 1986.



THE COMPANIES ACT 1985

A PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

EUROLINES (UK) LIMITED

- 1 The Company's name is "EUROLINES (UK) LIMITED".*
- 2 The Company's Registered Office will be situated in England and Wales.
- 3 The Company's objectives are:-
 - a) To construct, equip, maintain and operate public service vehicles, buses coaches, aircraft, hovercraft, ships, boats, or other vehicles, vessels or craft appropriate for the carriage of passengers and goods by air, land or water and to carry on the business of public service vehicle, bus coach, aircraft, hovercraft, ship and boat proprietors and carriers by all means of passengers and goods in Great Britain and elsewhere and to carry on any branch or subsidiary business commonly carried on in connection therewith, including without affecting the generality of the foregoing, the employment and hiring out of coach and bus drivers.
 - b) To carry on the business of public or private conveyance proprietors and the business of general engineers, manufacturers and repairers of and dealers in buses, coaches, motor cars, goods vehicles, cabs, trailers, aircraft, hovercraft, ships, boats, or other vehicles, vessels or craft and of suppliers of parts, components, accessories (both new and reconditioned) therefore, lubricants, oils cleaning fluids and fuels.
 - c) To build garages, aircraft hangars, radio or television stations, docks, wharves, jetties, piers, factories, works passenger, goods or other stations, shelters, offices and other buildings to be used for the purposes of any such business as is mentioned in the Memorandum.

* The name of the Company was changed from Supabus Limited on the 29th Day of August, 1989

- d) To act as agents for travel of every kind and to sell tickets, vouchers and permits therefore and (in any part of the world) to make arrangements of all kinds in connection therewith.
- e) To act as agents, contractors, managers, advisers and consultants in relation to any such business as is mentioned in this Memorandum.
- f) To carry on business as a centre or bureau to provide data processing statistical and information services by all and any means including electronic computers and equipment and by the application of all kinds of techniques of obtaining, processing and analysing any data.
- g) To provide services of all kinds connected with data processing, equipment, software, computer packages, systems and equipment of all kinds including maintenance, repair, operating and programming services, education and training, and to provide and operate data processing services, data preparation services, computer service bureaux, and computer facilities management services.
- h) To buy, sell rent, let on hire, and otherwise provide and deal in and to operate adding and calculating machines, mechanised accounting and analytical systems, electronic computers, collating, addressing, typing, duplicating, copying, lithographing, photographing, printing and translating machines, and other equipment and facilities of all kinds.
- i) To act as consultants and advisors in the fields of passenger transport, road transport, engineering, marketing, traffic management, general management, accounting, corporate finance, and computer systems analysis and design, computer programming computer facilities, data processing, data preparation and the use of the data processing and information handling equipment and to design, write, print, publish and distribute manuals, literature and other documentation related to such fields.
- j) To acquire by purchase, lease, exchange, hire or otherwise lands and property of any tenure or any interest in the same for or in connection with the purposes of the Company's business.
- k) To build, construct, maintain, alter, enlarge, pull down, and remove or replace any buildings, garages, factories, mills, offices, works, wharves, road, railways, tramways, machinery, engines, walls, fences, banks, dams, sluices, or watercourses, and to clear sites for the same, or to join with any person firm, or company in doing any of the things aforesaid, and to work, manage, and control the same or join with others in so doing.

- l) To acquire and undertake the whole or any part of the business, property and liabilities of any person or company, including all the issued shares of a company carrying on or proposing to carry on any business which this Company is authorised to carry on, or possessed of property suitable for the purposes of this Company, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit this Company.
- m) To manage and co-ordinate the business of the Company and its subsidiaries and to engage in and carry on any other business which may, in the opinion of the Company, be advantageously or conveniently be carried on by the Company in connection with or as auxiliary or incidental to the business of the Company or any of its subsidiaries.
- n) To promote and form other companies for all or any of the objects mentioned in this Memorandum and to transfer to any such company all or any of the property of this Company and to take or otherwise acquire and hold shares, debentures or any other securities in any such company and to subsidise or otherwise assist any such company.
- o) To apply for, and take out, purchase or otherwise acquire any designs, trademarks, patents, patent rights or inventions, copyright or secret processes which may be useful for the Company's objects and to grant licences to use the same.
- p) To receive money on deposit upon such terms as the Company may approve.
- q) To borrow or raise or secure the payment of money in such manner as the Company shall think fit, and in particular, by the issue of debentures or debenture stock, perpetual or otherwise, charged upon all or any of the Company's property (both present and future), including its uncalled capital and to purchase, redeem or pay off any such securities.
- r) To sell lease, exchange, let on hire, mortgage or otherwise dispose of any real or personal property or the undertaking of the Company, or any part or parts thereof, for such consideration as the Company may think fit, and in particular, for stock, shares, debentures or other securities of any other company, whether or not having objects altogether, or in part similar to those of this Company.
- s) To improve, manage, develop or grant rights or privileges in respect of or otherwise deal with all or any part of the property or rights of the Company.

- t) To pay for any rights or property acquired by the Company and to remunerate any person or company, whether by cash payment or by allotment of shares, debentures or other securities of this Company credited as paid up in full or in part or otherwise.
- u) To invest and deal with the moneys of the Company not immediately required, in any manner.
- v) To lend money with or without security, but not to carry on the business of a registered money lender.
- w) To subsidise, assist and guarantee the payment of money or the performance of any contract, engagement or obligation by, any person or company.
- x) To establish and support funds or institutions calculated to benefit Directors, ex-Directors, employees or ex-employees of the Company or its subsidiaries or its or their predecessors in business or the dependents or connections of such persons and to grant or secure the grant of pensions and allowances to any of them and to subscribe or guarantee money for charitable objects.
- y) To pay out of the funds of the Company all expenses which the Company may lawfully pay of or incident to the formation and registration of the Company and the issue of its capital.
- z) To do all or any of the above things in any part of the world and as principals, agents, contractors, trustees, or otherwise, and by or through trustees, agents or otherwise and whether alone or in conjunction with others and to procure the Company to be registered or recognised in any foreign country or place.
- AA) To do all such other things as are incidental or conducive to the attainment of the above objects, or any of them.

And it is hereby declared that the word "company" in this clause, except where used in reference to this Company, shall be deemed to include any person or partnership or other body of persons, whether incorporated or not incorporated, and whether domiciled in the United Kingdom or elsewhere, and that the words denoting the singular number only shall include the plural number and vice versa and that the objects specified in each paragraph of this clause shall, except where otherwise expressed in such paragraph, be registered as separate and independent objects of the Company.

- 4 The liability of the Members is limited.
- 5 The Company's share capital is £20,000 divided into 20,000 shares of £1 each*

* The share capital of the Company was increased from £100 to £20,000 by Resolution passed on the 12 day of November, 1990.