

Company No. 2205797

THE COMPANIES ACTS 1985 TO 1989

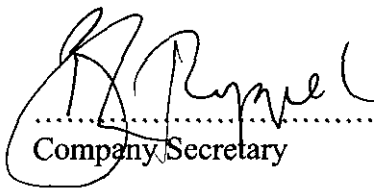
COMPANY LIMITED BY SHARES

**SPECIAL RESOLUTIONS OF
FIRSTBUS INVESTMENTS LIMITED
(‘the Company’)**

On the 18th day of December 2000, the following resolutions in writing (such resolutions to have effect as special resolutions) were duly passed by the sole member of the Company pursuant to Section 381A of the Companies Act 1985 (as amended):

SPECIAL RESOLUTIONS

1. THAT the authorised capital of the Company be increased from £20,000,000 to £24,000,000 by the creation of 4,000,000 new shares of £1 each to rank pari passu in all respects with the existing shares in the capital of the Company.
2. THAT the directors be and they are hereby generally and unconditionally authorised pursuant to s80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount of £4,900,000 provided that the authority hereby given shall expire five years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority.


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Company Secretary

