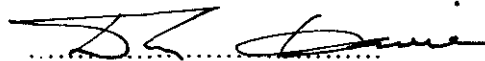


**THE COMPANIES ACT 1985  
PRIVATE COMPANY LIMITED BY GUARANTEE  
RAILWAY SAFETY**

On 3 October 2002, Railtrack Group PLC, being the sole member of Railway Safety (at the date thereof) have, pursuant to Article 94 of the articles of association of Railway Safety, passed the resolution set out below (which resolution would otherwise have been passed as a special resolution at a general meeting) by way of written resolution:

**MEMBER'S WRITTEN RESOLUTION**

**THAT:** the Articles of Association of Railway Safety be amended to include a definition in Article 2.1 of "Railtrack Group" as "Railtrack PLC and any subsidiary or holding company of Railtrack PLC and any holding company or ultimate holding company or subsidiary of any such holding company for the time being (excluding Railway Safety) and the term "member of the Railtrack Group" shall be construed accordingly" and that the current definition of "member of the Railtrack Group" shall be deleted.



Chairman

Presented by: Ashurst Morris Crisp  
Broadwalk House  
5 Appold Street  
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Ref: RA103.00034

