

Company Number: 10236522

**Private company limited by shares**

**Written Resolution  
-of-  
Heathrow Southern Railway Limited**

**Passed 16 January 2020**

FRIDAY



A19      \*A8XU07F7\*      31/01/2020      #19  
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following ordinary resolution was duly passed by the company as a written resolution:

**Resolutions**

**ORDINARY RESOLUTION**

1. That, in accordance with section 551 of the Companies Act 2006, the directors of the Company be generally and unconditionally authorised to exercise all the powers of the Company to allot a further 1.5 million cumulative convertible redeemable preference shares of £1 each (Preference Shares) in the capital of the Company having the rights set out in the articles of association adopted on 12 October 2018, taking the total number of Preference Shares authorised to be allotted to 4.5 million. The authority conferred by this resolution shall expire on the date 5 years from the date this resolution is passed, but the Company may before expiry make an offer or agreement which would or might require shares to be allotted after the expiry date and the directors of the Company may allot Preference shares in pursuance of such an offer or agreement as if the power conferred by this resolution had not expired.

This authority replaces all previous authorities conferred on the directors under section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006.

Director