

Company No: SC328826

THE COMPANIES ACTS 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
SOLR1 LIMITED
(the "Company")

..... 15th March..... 2021 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolution be passed as a special resolution of the Company (the "**Resolution**"):-

SPECIAL RESOLUTION

"THAT, the name of the Company be changed to 'ScotRail Trains Limited'."

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being the sole member entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:



.....
Director, SOLR Holdings Limited

15 March 2021

.....
Date

FRIDAY



SAØLX1YB

SCT

19/03/2021

#77

COMPANIES HOUSE

MINUTE of MEETING of the DIRECTORS of
SOLR1 LIMITED (registered number SC328826)
(the "**Company**") held virtually on 15th March, 2021

Present: William Joseph Reeve ("Chairman")
Andrew William Mackie
James Lee Shedden

1. QUORUM

- 1.1 The Chairman reported that notice of the meeting had been given to each of the directors in accordance with the articles of association of the Company (the "**Articles**").
- 1.2 The Chairman noted that a quorum of directors was present in terms of the Articles and, accordingly, it was competent to proceed with the business of the meeting.

2. PURPOSE OF THE MEETING

- 2.1 It was noted that the purpose of the meeting was to consider and, if thought fit, approve the circulation of a written resolution to the members of the Company approving a proposed change of the name of the Company to 'ScotRail Trains Limited'.

3. DECLARATION OF INTERESTS

Each of the directors declared his interest in the matters proposed to be considered at the meeting in accordance with section 177 of the Companies Act 2006 and the Articles.

4. CIRCULATION OF THE WRITTEN RESOLUTION

- 4.1 The Chairman tabled a print of the following written resolution to be passed as a special resolution of the Company (the "**Resolution**"):-

"SPECIAL RESOLUTION

"THAT, the name of the Company be changed to 'ScotRail Trains Limited'."

- 4.2 IT WAS RESOLVED to:

- (a) approve the Resolution in the form produced to the meeting; and
- (b) pass the Resolution to the sole member of the Company.

- 4.3 The meeting was adjourned so that the Resolution could be passed to the sole member of the Company.

- 4.4 The meeting reconvened and the Chairman reported that the Resolution had been passed and the proposed change of the name of the Company approved.

5. RETURNS

The Chairman undertook to make arrangements for all necessary returns to be filed with the Register of Companies.

8. CLOSE OF BUSINESS

This concluded the business of the meeting.



.....
Chairman