

Company No. 157176

THE COMPANIES ACT, 1985

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COMPANY LIMITED BY SHARES

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RESOLUTIONS

of

FirstBus plc

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Passed: 3rd April 1995

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At an Extraordinary General Meeting of the Members of FirstBus plc held at Investment House, 6 Union Row, Aberdeen on Monday 3rd April 1995 at 9.00 a.m. the following Resolutions were passed:-

1. AS AN ORDINARY RESOLUTION:

"That the directors of the Company be and are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (within the meaning of Section 80 of the Companies Act 1985) up to a maximum of 1,000,000 ordinary shares of 5p each in the share capital of the Company during the period from the date of the passing of this resolution up to and including 30th April 1995, on which date such authority will expire."

2. AS A SPECIAL RESOLUTION:

"That the directors of the Company be and they are hereby empowered, pursuant to the provisions of Section 95 of the Companies Act 1985, and subject to their being duly authorised under Section 80 of the said Act, to allot equity securities (within the meaning of Section 94 of the said Act) for cash pursuant to that authority, as if sub-section (1) of Section 89 of the said Act did not apply to any such allotment."

  
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Chairman

