

**Company Number: 242246**

**The Companies Act 1985 and 1989**

**Private Company Limited by Shares**

**Special Resolution of**

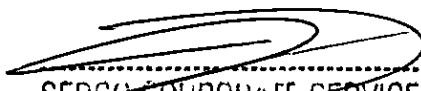
**SERCO LIMITED**  
**("the Company")**

On 30 April 2007, Serco Holdings Limited being the sole member of the Company who at the date of this resolution is entitled to attend and vote at the general meeting of the Company, RESOLVED to pass the following resolution in writing (such resolution to have effect as a special resolution) pursuant to Section 381A of the Companies Act 1985, (as amended)

THAT Clause 3 of the Memorandum of Association of the Company be amended by the insertion of the following sub-clause to be numbered (C) and the existing sub-clauses be renumbered accordingly

To construct, equip, maintain and operate railways and airports in the United Kingdom or overseas appropriate for the carriage of passengers and goods by railway and airplanes and to carry on the business of carriers by railway and airways of passengers and goods and to carry on any branch or subsidiary business commonly carried on in connection therewith including but not limited to (a) the operation of bus and/or tram services and services by water and to win and maintain business, coaches, tramcars and ships or other vessels appropriate for the carriage of passengers, goods by land, air or water, (b) carrying on the business of public or private conveyance proprietors and the business of repairers of, manufacture associated with repairs, and dealers in trains and motor vehicles and of suppliers of accessories therefore, (c) the building of airports, garages, works, passenger, goods or other stations, shelters, offices and other buildings to be used for the purposes of any such business

SIGNED FOR & ON BEHALF OF

  
SERCO CORPORATE SERVICES LIMITED

Secretary

WEDNESDAY



AO8 \*AL8PQPEL\* 18  
09/05/2007  
COMPANIES HOUSE