



SEVERN VALLEY RAILWAY (HOLDINGS) PLC

Company Number 01046274

At an Annual General Meeting of the above named Company held on 14th June 2014, the following resolutions were passed

Ordinary Business

- 1 To approve the Minutes of the 2013 Annual General Meeting and to consider any matters arising there from
2. Election of Directors
 - 2 1 To re-elect N C Paul C B E , M E Ball, J A Dunster as Directors of the Company who retire by rotation in accordance with the articles of association of the Company
 - 2 2 To elect A C Barr M B E as a Director of the Company
- 3 To receive and adopt the Company's Financial Statements and the Report of the Directors and Auditors for the year ended 5th January 2014
- 4 To re-appoint Crowe Clark Whitehill LLP as Auditors of the Company to hold office from the conclusion of the meeting until the conclusion of the next annual general meeting of the Company and to authorise the Directors to fix their remuneration

Special Business

- 5 That in substitution for all existing authorities, the Directors of the Company are generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 (the "2006 Act") to exercise all powers of the Company to allot relevant securities provided that the authority hereby granted shall be limited to retaining the value of the authorised share capital of the Company at £14,000,000 This is for a period expiring (unless previously renewed or revoked by the Company in a general meeting) at the conclusion of the next annual general meeting of the Company following the date of passing of this resolution, but so that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors of the Company may allot relevant securities in pursuance of that offer or agreement notwithstanding that the authority conferred hereby has expired

M P Harris
Company Secretary

THURSDAY



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