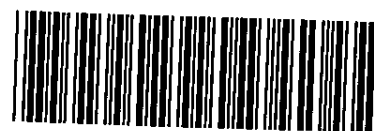


Company Number: 3960678

THURSDAY



THE COMPANIES ACTS 1985 AND 2006

A03

A148HPNU

08/03/2012

#334

COMPANIES HOUSE

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE SOLE MEMBER

of

GWR EAST HOLDINGS LIMITED

(the "Company")

Pursuant to chapter 2 of part 13 of Companies Act 2006, the following resolution (the "**Resolution**") is proposed by the directors as an ordinary resolution and is first circulated to the sole member of the Company on ~~24 February~~ 2012 (the "**Circulation Date**")

RESOLUTION

1 THAT

1.1 the directors of the Company be generally and unconditionally authorised for the purposes of section 550 Companies Act 2006 to exercise all the powers of the Company to allot relevant securities (as defined in that section) up to an aggregate nominal amount equal to the authorised but unissued share capital of the Company. This authority shall expire on the date five years from the date of this resolution, but the Company may make an offer or agreement before this authority expires which would or might require relevant securities (as so defined) to be allotted after it has expired and may allot relevant securities under any such offer or agreement notwithstanding that this authority has expired, and


1.2 all previous authorities to allot relevant securities shall be revoked

Please read the notes set out below before signing or taking any action on this resolution.

AGREEMENT OF MEMBER

We, being the sole person entitled to vote on the Resolution on the Circulation Date, irrevocably agree to the Resolution

SIGNED by
for and on behalf of
GWR Group Limited

) 
) Michael Connole
)