

Company No: 06047813

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

YORK PULLMAN BUS COMPANY LIMITED (Company)

Circulation Date: 22 JANUARY 2024

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Sole Director of the Company proposes that Resolution 1 be passed as an Ordinary Resolution and Resolution 2 be passed as a Special Resolution (the **Resolutions**):

ORDINARY RESOLUTION

1. **THAT** in accordance with section 551 of the Companies Act 2006, the Sole Director be generally and unconditionally authorised to exercise all powers of the Company to allot shares in the Company and to grant rights to subscribe for or convert any security into shares in the Company up to an aggregate nominal amount of £99 provided that:
 - 1.1 this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling 5 years after the Circulation Date; and
 - 1.2 this authority replaces all subsisting authorities previously granted to the directors for the purposes of section 551, which, to the extent unused at the date of this resolution, are revoked with immediate effect, without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made under such authorities.

SPECIAL RESOLUTION

2. **THAT** subject to the passing of Resolution 1, in respect of the allotment referred to in Resolution 1, that the Sole Director is given the power to allot equity securities of the Company pursuant to the authority conferred in Resolution 1 as if all pre-emption rights on the issue of such shares, in accordance with section 561 of the Companies Act

2006, (whether contained in statute, the articles of association of the Company or otherwise) did not apply to any such allotment provided that:

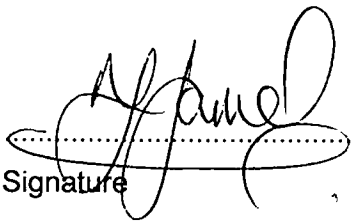
- 2.1 (unless previously revoked, varied or renewed by the Company) this authority will **expire** on the date falling 5 years after the Circulation Date; and
- 2.2 this authority replaces all subsisting authorities previously granted to the Sole Director for the purposes of section 561, which, to the extent unused at the date of this Resolution, are revoked with immediate effect, without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made under such authorities.

AGREEMENT

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

The undersigned, being all of those persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

Signed by **THOMAS GEORGE JAMES**


.....
Signature

Date: 22 JANUARY 2024

NOTES

1. You can agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

By Hand: delivering the signed copy to Benn Shilleto at Andrew Jackson Solicitors LLP, Foss Islands House, Foss Islands Road, York YO31 7UJ.

Post: returning the signed copy by post to Benn Shilleto at Andrew Jackson Solicitors LLP, Foss Islands House, Foss Islands Road, York YO31 7UJ.

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to Benn.shilleto@andrewjackson.co.uk. Please enter "Written Resolutions" in the e-mail subject box.

2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, by the date falling 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or on this date. Any duly signed Resolutions received after that date will not be counted.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.