

Company no 07521703

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

MARWYN EUROPEAN TRANSPORT PLC

At the 2012 annual general meeting of the Company duly convened and held on 20 June 2012, the following resolution was duly passed as a special resolution

SPECIAL RESOLUTION

That.-

- (a) The allotment by the Company of a total of 9,854,711 ordinary shares of £1 each in the capital of the Company at an issue price of £1 per share between 19 July 2011 and 3 May 2012 be and the same is hereby approved and ratified,
- (b) the directors be and are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the "Act") to exercise all the powers of the Company to allot shares in the Company ("Shares") or grant rights to subscribe for, or to convert any security into, Shares ("Rights") up to an aggregate nominal amount of £3,301,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire at the conclusion of the next annual general meeting of the Company after the passing of this resolution or on 20 September 2013, whichever is the earlier save that the Company may before such expiry make offers or agreements which would or might require Shares to be allotted or Rights to be granted after such expiry and the directors may allot Shares and grant Rights in pursuance of any such offers or agreement as if the authority conferred hereby had not expired, and
- (c) in accordance with section 570 of the Act, the directors be and they are hereby empowered to allot equity securities (within the meaning of section 560 of that Act) pursuant to the authority conferred by paragraph (b) of this resolution as if section 561 of that Act did not apply to any such allotment



A handwritten signature in black ink, consisting of a stylized 'M' followed by a long horizontal stroke.

Director