

Company No. 2938984

The Companies Act 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

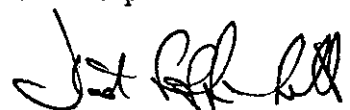
INTERCITY EAST COAST LIMITED

PASSED 23RD APRIL 1996

At the EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held at York on 23rd April, 1996, the following Resolutions were duly passed:-

RESOLUTION

1. That, the authorised share capital of the Company be and is hereby increased by £17,740,000 to £17,750,000 by the creation of 17,740,000 Ordinary Shares of £1 each.
2. That, with effect from the date of this Resolution until the fifth anniversary of such date, the Directors be and they are hereby generally and unconditionally authorised pursuant to Section 80 of the Companies Act 1985 ("the Act") (in substitution for any other authority or power of allotment) to exercise all the powers of the Company to allot or grant rights to subscribe for or convert securities into relevant securities (as defined in Section 80(2) of the Act) in respect of all the shares comprised in the Company's authorised share capital following the passing of the Resolution numbered 1 set out in this notice convening the meeting, provided that the Company may before the expiry of the period referred to above make any offer, agreement or other arrangement which would or might require the relevant securities to be allotted after such expiry and the Directors may allot relevant securities in respect of any such offer, agreement or other arrangement as if the authority conferred hereby had not expired.


DAVID GRIFFIN-SMITH
CHAIRMAN

Presented by:-
H.J. Bonney
British Railways Board
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