

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

**SEVERN VALLEY RAILWAY CHARITABLE TRUST LIMITED**

Passed on 8th April 2019

AT THE 17<sup>th</sup> ANNUAL GENERAL MEETING of the above-named Company, duly convened and held at Kidderminster Railway Museum, Kidderminster on 8<sup>th</sup> April 2019 the following resolutions were duly passed

SPECIAL RESOLUTIONS

- i) **THAT Article 34** be amended so that the following wording is inserted at the end of 34(i);

**“provided that person is not at the time such resolution is passed a director of Severn Valley Railway (Holdings) PLC or Severn Valley Railway Company Limited (but for the avoidance of doubt this proviso shall not apply to ex officio directors appointed pursuant to Article 29)”**

- ii) **THAT Article 37** be amended so that the following wording is inserted at the end of Article 37(i);

**“provided that person is not at the time such resolution is passed a director of Severn Valley Railway (Holdings) PLC or Severn Valley Railway Company Limited (but for the avoidance of doubt this proviso shall not apply to ex officio directors appointed pursuant to Article 29)”**

- iii) **THAT Article 39** be amended so that the following wording is inserted as new Article 39 (8);

**“is not an ex officio director and shall be appointed a director of Severn Valley Railway (Holdings) PLC or Severn Valley Railway Company Limited”**

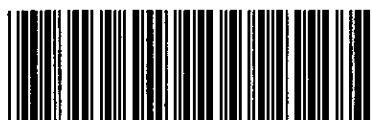
- iv) **THAT Article 44** be amended so that at article 44(1) the following wording shall be inserted after the word “director”;

**“provided that person is an elected director and not an ex officio director”**

and at **Article 44(2)** the following wording shall be inserted after the word “number”;

**“who is an elected director but not an ex officio director”**

Director



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