



## Notice of 2019 Annual General Meeting

### **THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

If you are in any doubt about the contents of this document or the actions you should take, you should seek your own advice immediately from a stockbroker, solicitor, accountant or other appropriate independent professional adviser duly authorised under the Financial Services and Markets Act 2000, or if you are not resident in the UK, from another appropriately authorised professional adviser in your own jurisdiction.

If you have sold or otherwise transferred all your National Express Group PLC shares, please forward this document, together with the accompanying documents (but not the personalised Form of Proxy), immediately to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee.

## Chairman's Letter to Shareholders

### **Dear fellow Shareholder**

I am pleased to invite you to the Annual General Meeting ('AGM' or 'Meeting') of National Express Group PLC ('Company') to be held at 2.00pm on Thursday, 9 May 2019 in the Horton Suite at the Burlington Hotel, 126 New Street, Birmingham, B2 4JQ.

The Notice of Meeting ('Notice'), including the proposed 22 Resolutions and explanatory notes on each of them, follows this letter; your Form of Proxy is also enclosed. A copy of the Notice, and the Company's Annual Report 2018, can be viewed on our website at [www.nationalexpressgroup.com/ar2018](http://www.nationalexpressgroup.com/ar2018).

The AGM provides an opportunity for you to meet with your Directors, for them to provide an update on the business and to answer your questions. We therefore encourage you to attend the Meeting.

### **Your vote is important to us. You can vote by:**

- i) Submitting your vote electronically via the website of our Registrars, Equiniti, at [www.sharevote.co.uk](http://www.sharevote.co.uk) by no later than 2.00pm on Tuesday, 7 May 2019; or
- ii) Completing, signing and returning the Form of Proxy to Equiniti as soon as possible and, in any event, so as to arrive by no later than 2.00pm on Tuesday, 7 May 2019; or
- iii) Attending and voting in person at the Meeting.

For those attending the AGM, voting will be conducted by means of a poll on all Resolutions, with each shareholder having one vote for each share held. This will allow us to count and record both the proxy votes submitted prior to the Meeting and the votes cast by shareholders present at the Meeting. The voting results will be notified shortly after the Meeting to the London Stock Exchange and posted on the Company's website at [www.nationalexpressgroup.com](http://www.nationalexpressgroup.com).

### **Coach travel to the AGM**

We are pleased to offer shareholders a free return coach travel ticket to Birmingham to attend the AGM. You can obtain your return ticket by contacting our Customer Services Team either by:

- telephone: 0800 456 1397 (lines are open 8am – 10pm, 7 days a week); or
- email: [AGMtravel@nationalexpress.com](mailto:AGMtravel@nationalexpress.com)

Please provide us with your full journey details when calling or in your email. These should include details of where you will be travelling from to get to Birmingham, the date and times of travel and if any other journey assistance is required.

Please quote 'AGM' when making the booking.

### **Recommendation**

Your Directors consider that the Resolutions to be proposed at the AGM will promote the success of, and are in the best interests of, the Company and its members as a whole. They therefore unanimously recommend you vote in favour of all of them, as they intend to do in respect of their own beneficial shareholdings.

My Board colleagues and I look forward to seeing as many of you as possible at the AGM and thank you for your continued support.

Yours sincerely,

**Sir John Armitt CBE**

**Chairman**

28 March 2019

View the Annual Report 2018 and this Notice of 2019 Annual General Meeting on the Company's website at [www.nationalexpressgroup.com/ar2018](http://www.nationalexpressgroup.com/ar2018)

## 2 Notice of 2019 Annual General Meeting

Notice is hereby given that the 2019 Annual General Meeting ('AGM' or 'Meeting') of National Express Group PLC ('Company') will be held at 2.00pm on Thursday, 9 May 2019 in the Horton Suite at the Burlington Hotel, 126 New Street, Birmingham, B2 4JQ for the transaction of the following business.

Resolutions 1 – 18 will each be proposed as an Ordinary Resolution requiring the approval of shareholders representing a simple majority of the votes cast for the Resolution to be passed. Resolutions 19 – 22 will each be proposed as a Special Resolution requiring the approval of shareholders representing at least 75% of the votes cast for the Resolution to be passed.

The Board unanimously recommends that you vote in favour of all Resolutions 1 – 22 inclusive.

### **ORDINARY RESOLUTIONS**

#### **Annual Report 2018**

1. To receive and adopt the accounts of the Company for the financial year ended 31 December 2018, together with the Report of the Directors and the Auditor's Report thereon ('Annual Report 2018').

#### **Annual Report on Remuneration**

2. To approve the Annual Report on Remuneration as set out in the Annual Report 2018.

#### **Final dividend**

3. To declare a final dividend of 10.17p per ordinary share for the financial year ended 31 December 2018.

#### **Re-election of Directors**

4. To re-elect Sir John Armit as a Director of the Company.
5. To re-elect Matt Ashley as a Director of the Company.
6. To re-elect Joaquín Ayuso as a Director of the Company.
7. To re-elect Jorge Cosmen as a Director of the Company.
8. To re-elect Matthew Crummack as a Director of the Company.
9. To re-elect Chris Davies as a Director of the Company.
10. To re-elect Dean Finch as a Director of the Company.
11. To re-elect Mike McKeon as a Director of the Company.
12. To re-elect Chris Muntwyler as a Director of the Company.
13. To re-elect Elliot (Lee) Sander as a Director of the Company.
14. To re-elect Dr Ashley Steel as a Director of the Company.

#### **Re-appointment and remuneration of auditor**

15. To re-appoint Deloitte LLP as auditor of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company.
16. To authorise the Directors to determine the remuneration of the auditor.

#### **Authority to make political donations and incur political expenditure**

17. To authorise the Company and any company that is or becomes its subsidiary at any time during the period for which this Resolution is effective, in accordance with sections 366 and 367 of the Companies Act 2006 ('Act') to:
  - (a) make political donations to political parties and/or independent election candidates;
  - (b) make political donations to political organisations (other than political parties); and
  - (c) incur political expenditure,

in a total aggregate amount not exceeding £100,000 during the period beginning with the date of the passing of this Resolution and ending at the conclusion of the next Annual General Meeting of the Company (or, if earlier, on 30 June 2020). For the purposes of this Resolution 'political donation', 'political party', 'political organisation', 'independent election candidate' and 'political expenditure' are to be construed in accordance with sections 363, 364 and 365 of the Act.

### Authority to allot securities

18. That the Directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 ('Act'), 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:

- (a) up to an aggregate nominal amount (within the meaning of section 551(3) and (6) of the Act) of £8,528,977 (such amount to be reduced by the nominal amount allotted or granted under (b) below in excess of such sum); and
- (b) comprising equity securities (as defined in section 560 of the Act) up to an aggregate nominal amount (within the meaning of section 551(3) and (6) of the Act) of £17,057,954 (such amount to be reduced by any allotments or grants made under (a) above) in connection with or pursuant to an offer by way of a rights issue in favour of: (i) holders of ordinary shares in proportion (as nearly as practicable) to the respective number of ordinary shares held by them on the record date for such allotment, and (ii) holders of any other class of equity securities entitled to participate therein or, if the Directors consider it necessary, as permitted by the rights of those securities, but in either case subject to such exclusions or other arrangements as the Directors may consider necessary or appropriate to deal with fractional entitlements, treasury shares, record dates or legal, regulatory or practical difficulties which may arise under the laws of, or the requirements of any regulatory body or stock exchange in, any territory or any other matter whatsoever,

these authorisations to expire at the conclusion of the next Annual General Meeting of the Company (or, if earlier, 30 June 2020) save that the Company may before such expiry make any offer or agreement which would or might require shares to be allotted or rights to be granted after such expiry and the Directors may allot shares, or grant rights to subscribe for, or to convert any security into, shares, in pursuance of any such offer or agreement as if the authorities conferred hereby had not expired.

### SPECIAL RESOLUTIONS

#### General authority to disapply pre-emption rights

19. That, subject to the passing of Resolution 18 set out in the Notice of the 2019 Annual General Meeting of the Company, the Directors be given power pursuant to sections 570(1) and 573 of the Companies Act 2006 ('Act') to:

- (a) allot equity securities (as defined in section 560 of the Act) of the Company for cash pursuant to the authority conferred by that Resolution; and
- (b) sell ordinary shares (as defined in section 560(1) of the Act) held by the Company as treasury shares for cash, as if section 561 of the Act did not apply to any such allotment or sale, provided that this power shall be limited to the allotment of equity securities for cash and the sale of treasury shares:
  - (i) in connection with or pursuant to an offer of or invitation to acquire equity securities (but in the case of the authority granted under Resolution 18 (b) set out in the Notice of the 2019 Annual General Meeting of the Company, by way of a rights issue only) in favour of holders of ordinary shares in proportion (as nearly as practicable) to the respective number of ordinary shares held by them on the record date for such allotment or sale (and holders of any other class of equity securities entitled to participate therein or, if the Directors consider it necessary, as permitted by the rights of those securities) but subject to such exclusions or other arrangements as the Directors may consider necessary or appropriate to deal with fractional entitlements, treasury shares, record dates or legal, regulatory or practical difficulties which may arise under the laws of, or the requirements of any regulatory body or stock exchange in, any territory or any other matter whatsoever; and
  - (ii) in the case of the authorisation granted under Resolution 18 (a) set out in the Notice of the 2019 Annual General Meeting of the Company (or in the case of any sale of treasury shares), and otherwise than pursuant to paragraph (i) of this Resolution, up to an aggregate nominal amount of £1,279,346,

and shall expire at the conclusion of the next Annual General Meeting of the Company (or, if earlier, on 30 June 2020), save that the Company may before such expiry make any offer or agreement that would or might require equity securities to be allotted, or treasury shares to be sold, after such expiry and the Directors may allot equity securities, or sell treasury shares, in pursuance of any such offer or agreement as if the power conferred hereby had not expired.

## 4 Notice of 2019 Annual General Meeting

### Specific authority to disapply pre-emption rights

20. That, subject to the passing of Resolutions 18 and 19 set out in the Notice of the 2019 Annual General Meeting of the Company, and in addition to the power given by that Resolution 19, the Directors be given power pursuant to sections 570(1) and 573 of the Companies Act 2006 ('Act') to:

- (a) allot equity securities (as defined in section 560 of the Act) of the Company for cash pursuant to the authorisation conferred by paragraph (a) of Resolution 18; and
- (b) sell ordinary shares (as defined in section 560(1) of the Act) held by the Company as treasury shares for cash,

as if section 561 of the Act did not apply to any such allotment or sale, provided that this power shall be:

- (i) limited to the allotment of equity securities for cash and the sale of treasury shares up to an aggregate nominal amount of £1,279,346; and
- (ii) used only for the purposes of financing (or refinancing, if the authority is to be used within six months after the original transaction) a transaction which the Directors have determined to be an acquisition or other capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-Emption Rights published by the Pre-Emption Group, or for any other purposes as the Company in general meeting may at any time by Special Resolution determine,

and shall expire at the conclusion of the next Annual General Meeting of the Company (or, if earlier on 30 June 2020), save that the Company may before such expiry make any offer or agreement that would or might require equity securities to be allotted, or treasury shares to be sold, after such expiry and the Directors may allot equity securities, or sell treasury shares, in pursuance of any such offer or agreement as if the power conferred hereby had not expired.

### Authority to purchase own shares

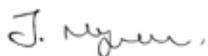
21. That the Company be generally and from time to time unconditionally authorised for the purposes of section 701 of the Companies Act 2006 ('Act') to make market purchases (within the meaning of section 693(4) of the Act) of the Company's ordinary shares on such terms and in such manner as the Directors shall determine, provided that:

- (a) the maximum aggregate number of ordinary shares which may be purchased is 51,173,864, representing approximately 10% of the issued share capital of the Company as at 13 March 2019;
- (b) the minimum price which may be paid for each ordinary share is 5p (exclusive of expenses);
- (c) the maximum price (exclusive of expenses) which may be paid for each ordinary share is an amount equal to the higher of (i) 105% of the average middle market quotations for an ordinary share of the Company as derived from the Daily Official List published by the London Stock Exchange plc for the five business days prior to the date on which such share is contracted to be purchased; and (ii) the higher of the price of the last independent trade of an ordinary share and the highest current independent bid for an ordinary share on the trading venues where the purchase is carried out);
- (d) unless previously renewed, revoked or varied, this authority shall expire at the conclusion of the next Annual General Meeting of the Company (or, if earlier, on 30 June 2020); and
- (e) the Company may, before this authority expires, make a contract to purchase shares which would or might be executed wholly or partly after the expiry of this authority, and may make purchases of shares pursuant to it as if this authority had not expired.

### Notice of General Meetings

22. That a General Meeting of the Company (other than an Annual General Meeting) may be called on not less than 14 clear days' notice.

By Order of the Board



**Jennifer Myram**  
Group Company Secretary  
28 March 2019

## ORDINARY RESOLUTIONS

### Resolution 1 – Annual Report 2018

The Directors are required to present to shareholders at the AGM the Company's audited accounts and the reports of the Directors and the auditor of the Company for the year ended 31 December 2018 ('Annual Report 2018'). The Annual Report 2018 may be accessed on the Company's website ([www.nationalexpressgroup.com/ar2018](http://www.nationalexpressgroup.com/ar2018)) or, alternatively, a copy may be obtained by writing to the Company Secretary at National Express Group PLC, National Express House, Birmingham Coach Station, Mill Lane, Digbeth, Birmingham B5 6DD.

### Resolution 2 – Annual Report on Remuneration

This Resolution seeks shareholder approval for the Annual Report on Remuneration, which forms part of the Directors' Remuneration Report, as set out on pages 82 – 99 of the Annual Report 2018.

The Annual Report on Remuneration sets out details of the payments and share awards made to Directors under the Company's Directors' Remuneration Policy ('Policy') in connection with their performance, and that of the Company, during the year ended 31 December 2018. The vote on the Annual Report on Remuneration is advisory in nature in that payments made or promised to Directors will not have to be repaid, reduced or withheld in the event that this Resolution is not passed.

In accordance with legislation, the Company offered shareholders at the 2018 AGM a binding vote to approve the Policy which it is required to do at least once every three years. It was approved by shareholders with a 95.7% vote in favour and it has been applied by the Company since approval. The current Policy, which is intended to last for three years until the AGM in 2021, is set out in full on pages 74 – 84 of the Company's Annual Report 2017 and on its website at [www.nationalexpressgroup.com/about-us/corporate-governance/remuneration](http://www.nationalexpressgroup.com/about-us/corporate-governance/remuneration).

The Company's auditor, Deloitte LLP, has audited those parts of the Annual Report on Remuneration required to be audited and its opinion forms part of its independent report to shareholders which can be found on pages 106 – 113 of the Annual Report 2018.

### Resolution 3 – Final dividend

The Directors recommend a final dividend of 10.17p per ordinary share for the financial year ended 31 December 2018. If approved, the final dividend will be paid on 14 May 2019 to those shareholders on the Company's statutory register of members as at the close of business on 23 April 2019. Together with the interim dividend paid of 4.69p, this will make a total dividend for the year of 14.86p per ordinary share, up 10% on last year (2017: 13.51p).

### Resolutions 4 to 14 – Re-election of Directors

In accordance with the Board's policy, and in line with legislation and the UK Corporate Governance Code, all existing Directors are required to stand for re-election to office at each AGM of the Company. Accordingly, Resolutions 4-14 (inclusive) seek shareholder approval for the re-election of all the Company's current Directors, each of whom has confirmed their willingness to remain in office.

Before being proposed for re-election, and under the direction of the Chairman (or the Senior Independent Director in respect of the Chairman himself), each of the Directors has undergone a formal performance evaluation. Having assessed the outcome of those evaluations, the Board is satisfied that:

- each Director continues to contribute effectively and remains committed to the role. This consideration of effectiveness is based on, amongst other things, relevant business and operational skills, industry and sector experience and expertise, geographical knowledge and other personal characteristics and contributions individuals may make (including diversity considerations) to the overall balance of skills, knowledge and capability of the Board as a whole, as well as the commitment of time for Board and Committee meetings and other duties in fulfilment of their role; and
- each of the Non-Executive Directors, excluding the Chairman and Jorge Cosmen, remains independent in both character and judgement and there are no relationships or circumstances likely to affect their independence.

Accordingly, the Board recommends the re-election of all current Directors. The biographical details of each Director seeking re-election can be found on pages 56 and 57 of this Notice and demonstrate that the key strengths, experiences and contribution of the current Directors, both individually and collectively, are and continue to be important in both providing an invaluable perspective on the Company's business and in seeking to achieve the Company's long-term success.

Details of this year's Board, Committee and Director performance evaluation can be found in the Effectiveness section of the Corporate Governance report on pages 52 – 61 of the Annual Report 2018.

**Resolutions 15 and 16 – Re-appointment and remuneration of the auditor**

Shareholders are required to re-appoint the auditor at each general meeting at which audited accounts are presented. Resolution 15 proposes the re-appointment of Deloitte LLP as auditor of the Company until the conclusion of the Company's next general meeting at which accounts are laid before shareholders. The Directors are proposing this appointment following a recommendation made to it by the Audit Committee. It is normal practice for the Directors to be authorised to determine the level of the auditor's remuneration for the ensuing year. Resolution 16 proposes to give such authority to the Directors.

**Resolution 17 – Authority to make political donations**

Part 14 of the Companies Act 2006 ('Act'), amongst other things, prohibits the Company and its subsidiaries from making political donations to a political party or other political organisation or an independent election candidate or from incurring political expenditure unless authorised by the Company's shareholders.

It remains the Company's policy not to make any political donations or incur any political expenditure and neither the Company nor any of its subsidiaries has any intention of using the authority for this purpose. However, the Act defines "political party", "political organisation", "political donation" and "political expenditure" very widely and the Company or any of its subsidiaries may incur expenditure such as advertising, sponsorship or attendance at events organised by political parties, or the hiring of stands and exhibition space at national and regional political conferences which may fall within the wide definitions. Accordingly, the Company wishes to ensure that neither it nor any of its subsidiaries inadvertently commits any breaches of the Act and Resolution 17 seeks authority for the Company and its subsidiaries to incur such expenditure up to a maximum of £100,000 in aggregate.

**Resolution 18 – Authority to allot shares**

The Directors require authorities from shareholders to allot shares and rights to subscribe for, or convert any security into, shares. The authorities granted at last year's AGM are due to expire at this year's AGM.

Accordingly, Resolution 18 will be proposed as an Ordinary Resolution to grant new authorities to allot shares and rights to subscribe for, or convert any security into, shares. If given, these authorities will expire at the conclusion of the AGM of the Company in 2020 or, if earlier, on 30 June 2020).

Paragraph (a) of Resolution 18 will allow the Directors to allot ordinary shares up to a maximum nominal amount of £8,528,977, representing approximately one third of the Company's existing issued share capital as at 13 March 2019, being the latest practicable date prior to publication of this Notice. In accordance with the latest institutional guidelines issued by the Investment Association ('IA'), paragraph (b) of Resolution 18 will also allow Directors to allot, including the ordinary shares referred to in paragraph (a) of Resolution 18, further ordinary shares in connection with a pre-emptive offer by way of a rights issue to ordinary shareholders up to a maximum nominal amount of £17,057,954, representing approximately two thirds of the Company's existing issued share capital calculated as at 13 March 2019.

The Directors do not have any current intention to exercise these authorities. However, they consider it appropriate to maintain the flexibility that these authorities provide. It is intended to renew this authority at successive AGMs. The Company does not currently hold any of its shares in treasury. If the Directors do exercise the authority conferred by Resolution 18 (b), the Directors intend to follow best practice as regards its use as recommended by the IA.

**SPECIAL RESOLUTIONS****Resolutions 19 and 20 – General and specific authority to disapply pre-emption rights**

The Directors require additional authority from shareholders to allot equity securities of the Company or to sell treasury shares where they propose to do so for cash and otherwise than to existing shareholders pro rata to their holdings. The authority granted at last year's AGM is due to expire at this year's AGM.

Accordingly, Resolution 19 will be proposed as a Special Resolution to grant such authority. Apart from offers or invitations in proportion to the respective number of shares held, the power will be limited to the allotment of equity securities and sale of treasury shares for cash up to an aggregate nominal value of £1,279,346 which represents approximately 5% of the issued share capital of the Company as at 13 March 2019, being the latest practicable date before publication of this Notice. If given, this authority will expire at the conclusion of the AGM of the Company in 2020 (or, if earlier, on 30 June 2020). The figure of 5% reflects the Pre-Emption Group's Statement of Principles for the disapplication of pre-emption rights ('Statement of Principles'). The Directors will have due regard to the Statement of Principles in relation to any exercise of this power; in particular they do not intend to allot shares for cash on a non-pre-emptive basis pursuant to this power in excess of an amount equal to 7.5% of the total issued ordinary share capital of the Company (excluding treasury shares) in any rolling three-year period, without prior consultation with shareholders.

The Directors are again also seeking a further power from shareholders to allot equity securities or sell treasury shares for cash otherwise than to existing shareholders pro rata to their holdings, to reflect the Statement of Principles. Accordingly, Resolution 20 will be proposed as a Special Resolution to grant such power. The power will be limited to the allotment of equity securities and sales of treasury shares for cash up to an aggregate nominal value of £1,279,346, being 5% of the Company's issued ordinary share capital (excluding treasury shares) as at 13 March 2019, the latest practicable date prior to publication of this Notice. This is in addition to the 5% referred to in Resolution 19. If given, this power will expire at the conclusion of the AGM of the Company in 2020 (or, if earlier, on 30 June 2020). The Directors will have due regard to the Statement of Principles in relation to any exercise of this power and in particular they confirm that they intend to use this power only in connection with a transaction which they have determined to be an acquisition or other capital investment (of a kind contemplated by the Statement of Principles) which is announced contemporaneously with the announcement of the issue, or which has taken place in the preceding six month period and is disclosed in the announcement of the issue.

#### **Resolution 21 – Authority to purchase own shares**

The Company may buy its own shares with the authority of shareholders. Resolution 21, which will be proposed as a Special Resolution, seeks to renew the current authority given at last year's AGM until the conclusion of the AGM in 2020 (or, if earlier, until 30 June 2020). The Resolution specifies the maximum number of shares that may be purchased, which represents approximately 10% of the Company's issued share capital as at 13 March 2019, being the latest practicable date before publication of this Notice. Resolution 21 also specifies the highest and lowest prices at which shares may be purchased by the Company under this authority.

Any shares purchased under this authority will either be treated as cancelled or held as treasury shares. Listed companies, with authorisation from shareholders, may buy and hold their own shares in treasury instead of cancelling them immediately. Shares held as treasury shares can in the future be cancelled, re-sold or used to provide shares for employee share schemes. No dividends are paid on shares whilst held in treasury and no voting rights attach to treasury shares.

The same authority given at the 2018 AGM was not used during the year and the Directors have no present intention of exercising the authority conferred by Resolution 21. The authority is being sought in order to preserve flexibility and if Resolution 21 is approved, this authority will be used only if it is likely to lead to an increase in earnings per share and the Directors are satisfied that this is in the best long-term interests of shareholders.

For information, as at 13 March 2019, being the latest practicable date before publication of this Notice, there were 6,156,589 options outstanding over the Company's shares representing approximately 1.0% of the issued share capital of the Company.

#### **Resolution 22 – Notice of General Meetings**

The Act, as amended by the Companies (Shareholders' Rights) Regulations 2009, requires the Company to give at least 21 clear days' notice for a General Meeting of the Company unless shareholders approve a shorter notice period, which cannot however be less than 14 clear days. (AGMs must continue to be held on at least 21 clear days' notice.) Resolution 22, which will be proposed as a Special Resolution, seeks shareholder approval to preserve the ability of the Company to call General Meetings, other than Annual General Meetings, on at least 14 clear days' notice. The approval will be effective until the Company's next AGM, when it is intended that a similar resolution will be proposed.

The flexibility offered by this Resolution will be used where, taking into account the circumstances, the Directors consider this appropriate in relation to the business to be considered at the meeting in question and where it is thought to be to the advantage of shareholders as a whole.

The changes to the Act mean that in order to be able to call a General Meeting on less than 21 clear days' notice, the Company must make a means of electronic voting available to all shareholders for that meeting.

We have in place a highly experienced Board of Directors. The independent Non-Executive Directors bring sound judgement and objectivity to the Board's deliberations and decision making process, helping to support and constructively challenge the executive team.



**1. Sir John Armitth CBE (73)** N S IA  
**Chairman (Non-Executive Director)**

**Appointed:** January 2013 and as Chairman February 2013

**Key strengths:** Sir John has extensive, high-level international experience (including working with the Government at ministerial level) in the rail, engineering and construction industries. He also has significant board-level experience both as Chief Executive and Chairman. He was awarded a CBE in 1996 for his contribution to the rail industry and received a knighthood in 2012 for services to engineering and construction.

**Previous experience includes:**

- Chairman, Government Commission on the Thames Estuary (2017–2018)
- President, Institution of Civil Engineers (2015-2016)
- Board member, Transport for London (2012-2016)
- Chairman, Olympic Delivery Authority (2007-2014)
- Chairman, Engineering and Physical Science Research Council (2007-2012)
- Chief Executive, Network Rail (including its predecessor, Railtrack) (2001-2007)
- Chief Executive, Costain Group PLC (1997-2001)
- Chief Executive, Union Railways (1993-1997)
- Various roles, John Laing PLC (1966–1993)

**Current external appointments:**

- Non-executive director, Berkeley Group Holdings PLC and Expo 2020
- Chairman, City & Guilds Group and National Infrastructure Commission

**2. Dean Finch (52)**  
**Group Chief Executive**

**Appointed:** February 2010

**Key strengths:** Dean is a qualified chartered accountant. He has more than 30 years' commercial, financial and operational experience of the transport sector gained in both Europe and North America, including working for the office of Passenger Rail Franchising on the privatisation of train operating companies. He has a proven track record of improving operational performance and delivering financial success in bus, coach and rail businesses. He also has substantial executive leadership and listed company experience.

**Previous experience includes:**

- Non-executive director, Royal Free London NHS Foundation Trust (2014-2016)
- Group Chief Executive, Tube Lines (2009-2010)
- Group Chief Operating Officer and various other senior roles (including Group Finance and Commercial Director, President and CEO, North America and Managing Director, Rail Division), FirstGroup plc (1999-2009)
- KPMG, specialising in Corporate Transaction Support Services (1987-1999)

**Current external appointments:** None

**3. Chris Davis (48)**  
**Group Finance Director**

**Appointed:** May 2017

**Key strengths:** Chris is a qualified management accountant. He has more than 25 years' international finance, strategic, IT and commercial experience with a strong global track-record across developed and emerging markets.

**Previous experience includes:**

- Group Financial Controller and Treasurer, Inchcape plc (2013-2017)
- Interim Group Chief Financial Officer, Inchcape plc (2016)
- Chief Financial Officer (North America), Diageo plc (2010-2012)
- Various senior roles (including Managing Director, Diageo Business Services; UK Finance Director; Strategy Director, Africa; Interim Managing Director, Guinness Nigeria), Diageo plc (2003-2013)
- IT programmes management, The Boots Company plc (1997-1999)
- International IT and strategy consulting experience at Andersen Consulting and Marakon Associates

**Current external appointments:** None

**4. Matt Ashley (45)**  
**Executive Director**

**Appointed:** January 2015

**Key strengths:** Matt is a qualified chartered accountant and brings significant international financial, corporate and operational experience to the Board gained from both within and outside National Express. At National Express, he has previously held Group and divisional finance roles, including Group Finance Director responsible for financial reporting, tax, treasury, investment appraisal, IT, investor relations and financial strategy. Pre-National Express, and in addition to auditing, Matt has supported complex corporate transactions of several multi-national companies. In his current role, he brings his financial and analytical skills together with his understanding of the Transport sector and its operations.

**Previous experience includes:**

- Group Finance Director, National Express Group PLC (2014-2017)
- Group Financial Controller, National Express Group PLC (2010-2014)
- Director (Transport, Infrastructure, Listed companies), Deloitte (2002-2010)

**Current external appointments:** None

**5. Jorge Cosmen (50)** N S  
**Deputy Chairman (Non-Executive Director)**

**Appointed:** December 2005

**Key strengths:** Jorge is a non-independent Director with a connection to the Company's largest shareholder, the Cosmen family. He has accumulated a wealth of experience in international business development and has an International MBA from the Instituto de Empresa in Madrid.

**Previous experience includes:**

- Chairman, ALSA Group (until acquired by National Express Group) (1999-2005)
- Corporate Manager, ALSA Group (1995-1999)

**Current external appointments:**

- Non-executive director, Bankia SA

**6. Lee Sander (62)** A N R S I  
**Senior Independent (Non-Executive) Director**

**Appointed:** June 2011

**Key strengths:** Lee has a wealth of experience in the transportation, engineering, construction and global architectural sectors. He brings unparalleled US mobility industry knowledge and network from an engineering, customer and academic perspective.

**Previous experience includes:**

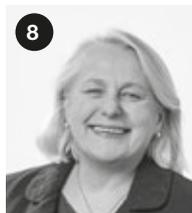
- Managing Director (Global Transportation and US Infrastructure), Hatch (2017-2018)
- Senior External Adviser, McKinsey & Company (2016-2017)
- President, The I. Grace Company (2015-2016)
- President, The HAKS Group Inc (2012-2015)
- Group Chief Executive (Global Transportation), AECOM (2009-2011)
- Chief Executive Officer, Metropolitan Transportation Authority of New York (2007-2009)
- Senior Vice President (Global Transportation), AECOM (1996-2006)
- Commissioner, New York City Department of Transportation (1994-1996)
- Founder, Rudin Center for Transportation Policy and Management at New York University

**Current external appointments:**

- President (Americas), Bombardier Transportation
- Chairman Emeritus, Regional Plan Association
- Vice Chairman, Greater Jamaica Development Corporation

- Committee Chair
- Ⓐ Audit Committee
- Ⓔ Nominations Committee
- Ⓓ Remuneration Committee

- Ⓔ Safety & Environment Committee
- Ⓘ Independent on appointment
- Ⓘ Independent



### 7. Mike McKeon (62) Ⓐ Ⓔ Ⓘ

#### Non-Executive Director

**Appointed:** July 2015

**Key strengths:** Mike is a chartered accountant. He has developed his core skills and extensive, wide-ranging international experience over many years of financial and business management in various sectors. He has acquired in-depth knowledge of how to develop and effect strategy, and of restructuring different businesses and operations to achieve success.

#### Previous experience includes:

- Senior Independent Director and Chairman of the Audit Committee, The Merchants Trust PLC (2008-2017)
- Chief Financial Officer, Severn Trent plc (2005-2015)
- Chief Financial Officer, Novar plc (2000-2005)
- Various senior business roles, both in the UK and overseas, at Rolls-Royce plc, CarnaudMetalbox, Elf Atochem and PricewaterhouseCoopers

**Current external appointments:** None

### 8. Jane Kingston (61) Ⓔ Ⓓ Ⓔ Ⓘ

#### Non-Executive Director

**Appointed:** February 2014

**Key strengths:** Jane is an accomplished human resources professional and executive of more than 30 years' standing with significant experience in developing high performing global organisations and business cultures. She has extensive international experience, having had responsibility for the people agenda in most parts of the world at some point during her career, and in a wide range of industries.

#### Previous experience includes:

- Group Human Resources Director, Compass Group PLC (2006-2016)
- Group Human Resources Director, BPB PLC (2002-2006)
- Senior HR roles at Enodis PLC, Blue Circle PLC (now Lafarge SA), and Coats Viyella PLC

#### Current external appointments:

- Non-executive director, Inchcape plc and Spirax-Sarco Engineering plc (where she is also Remuneration Committee Chair)

### 9. Chris Muntwyler (66) Ⓐ Ⓔ Ⓔ Ⓘ

#### Non-Executive Director

**Appointed:** May 2011

**Key strengths:** Chris has more than 30 years' international experience in the IT, aviation and transport industries. He has gained recognition for his achievements relating to business transformations and the effective management of high profile corporate mergers and company integrations. He is now a management consultant, specialising in effective and sustainable turnarounds for organisations, strategy development, leadership guidance, and customer and process orientation.

#### Previous experience includes:

- Non-executive director, Panalpina World Transport (Holding) Ltd (2010-2018)
- Non-executive director, Pilatus Aircraft Ltd (2008-2011)
- Member, CBI President's Committee (2007-2008)
- Chief Executive, DHL Express (UK) Ltd (2005-2008)
- Managing Director (Switzerland, Germany and Central Europe), DHL Express (1999-2005)
- Non-executive director, ATPCO (1991-1997)
- Various senior executive roles (Switzerland, Sweden and North America), Swiss Air (1972-1999)

#### Current external appointments:

- President and CEO, Conlogica AG
- Non-executive director, Österreichische Post AG

### 10. Joaquín Ayuso (63) Ⓔ Ⓔ Ⓘ

#### Non-Executive Director

**Appointed:** June 2011

**Key strengths:** Joaquín has considerable international experience in the transportation and infrastructure sector, as well as in finance and the regulated business environment. He has managed organisations with more than 100,000 employees with particular responsibility for operational activities.

#### Previous experience includes:

- Chief Executive, Ferrovial SA (2002-2009)
- Non-executive director, Hispania Activos Inmobiliarios SA (2014-2018)
- Non-executive director, BUDIMEX (2000-2002)
- Non-executive director, BAA plc (2006-2007)

#### Current external appointments:

- Board Vice Chairman (Board Executive Committee member), Ferrovial
- Non-executive director (and Nominations Committee Chair), Bankia SA
- Chairman, Autopista del Sol SA
- Senior Advisor (Spain and Portugal), AT Kearney

### 11. Matthew Crummack (48) Ⓓ Ⓔ Ⓘ

#### Non-Executive Director

**Appointed:** May 2015

**Key strengths:** Matthew has extensive experience in consumer product and digital service industries, across multiple functions on an international basis. His experience is directly relevant to National Express as we place customers at the heart of our strategy and constantly focus on delivering continuously improving services.

#### Previous experience includes:

- Deputy CEO and Chief Integration Officer, lastminute.com Group (2015)
- Chief Executive, lastminute.com (2011-2015)
- Senior Vice President (Lodging, Europe and US), Expedia (2008-2010),
- Various senior roles at Nestlé UK and Procter & Gamble

#### Current external appointments:

- Chief Executive Officer, Gocompare.com Group plc

### 12. Dr Ashley Steel (59) Ⓐ Ⓓ Ⓔ Ⓘ

#### Non-Executive Director

**Appointed:** January 2016

**Key strengths:** Ashley has significant international consultancy experience and has acted as an adviser to FTSE-listed and Fortune 500 boards. Her skills include strategy development, M&A, organisation effectiveness, risk management and HR, all across multiple sectors including transport, professional services, media, technology, infrastructure and business services. She has a PhD in Management from Henley Business School.

#### Previous experience includes:

- Non-executive director, Civil Aviation Authority (2015-2018)
- Non-executive director, Ince & Co LLP (2015-2018)
- Member, British Airways International Business Advisory Board (2015-2016)
- Vice Chairman, KPMG LLP (2012-2014)
- Global Chair (Transport, Leisure and Logistics), KPMG LLP (2003-2014)
- European Board Member, KPMG LLP (2007-2010)
- UK Board Member, KPMG LLP (2003-2007)
- Global Executive Partner (Global Media, Telco, Technology Practice), KPMG LLP (200-2003)

#### Current external appointments:

- Non-executive director, Gocompare.com Group plc and the British Broadcasting Corporation (where she is also the Nations Representative for England)

**Proxies**

A shareholder is entitled to appoint another person as his or her proxy to exercise all or any of his or her rights to attend, to speak and to vote at the Meeting. A shareholder may appoint more than one proxy in relation to the Meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by them. A proxy need not be a shareholder of the Company.

If shareholders wish to appoint a proxy, they should complete a Form of Proxy (a personalised Form of Proxy is enclosed with this Notice) and send it to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA so as to be received by not later than 2.00pm on Tuesday, 7 May 2019. Shareholders may also appoint a proxy online using the service provided by the Company's Registrars, Equiniti, at [www.sharevote.co.uk](http://www.sharevote.co.uk) or, if they are a CREST member, by using the electronic proxy service provided by Euroclear - see further details on page 13. The valid appointment of a proxy will not prevent a shareholder from attending and voting at the AGM in person, should they wish to do so.

If a shareholder appoints a proxy (either via the Form of Proxy, online or CREST), the proxy will be entitled to attend, speak and vote on the shareholder's behalf at the AGM and at any adjournment of that Meeting. The appointed proxy will use his/her discretion as to how to vote on any resolution which the shareholder has not given specific instructions on and on any other business transacted at the Meeting.

If you are a shareholder and do not have a Form of Proxy and believe that you should have one, or if you require additional forms, please contact our Registrars, Equiniti, at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA or telephone the shareholder helpline number on 0371 384 2152 for UK callers. The Equiniti overseas shareholder helpline number is +44 (0) 121 415 7047. Textel (for the hard of hearing) is also available on 0371 384 2255. Lines are open from 8.30am to 5.30pm Monday to Friday (excluding public holidays in England and Wales).

**Information for participants in the Travel West Midlands Share Incentive Plan**

If you are a participant in the Travel West Midlands Share Incentive Plan you may instruct the Trustees to vote the shares held by them on your behalf by lodging your votes online at [www.sharevote.co.uk](http://www.sharevote.co.uk) by no later than 2.00pm on Friday, 3 May 2019. You will need your voting ID, task ID and SIP reference number shown on the voting instruction card sent to you. Participants are not entitled to attend the AGM or appoint a proxy unless they are a shareholder in their own right.

**Voting at the AGM**

Votes at the AGM on all matters except for procedural issues will be taken on a poll. Voting by poll at the Meeting will be conducted on all Resolutions. The Directors believe that this produces more democratic results, as all shares voted at the Meeting and all proxy votes lodged before the Meeting are included in the results of the voting on a one share one vote basis. The voting results on all Resolutions will be notified shortly after the Meeting to the London Stock Exchange and posted on the Company's website at [www.nationalexpressgroup.com](http://www.nationalexpressgroup.com).

**Right to attend and vote**

Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 ('Regulations'), the Company specifies that in order to have the right to attend and vote at the Meeting (and also for the purpose of determining how many votes a person entitled to attend and vote may cast), a person must be entered on the Company's statutory register of members at 6.30pm on Tuesday, 7 May 2019 or, in the event of any adjournment, at 6.30pm on the date which is two days before the day of the adjourned Meeting. Changes to entries on the register of members after this time shall be disregarded in determining the right of any person to attend or vote at the Meeting.

Non-shareholders (who are accompanying shareholders) will only be admitted to the AGM at the discretion of the Company.

**Documents on display**

Copies of the Executive Directors' service contracts and letters of appointment of the Non-Executive Directors will be available for inspection at the registered office of the Company during usual business hours on any weekday (Saturday, Sunday or public holidays excluded) from the date of this Notice until the time of the AGM and will be available for inspection at the AGM for at least 15 minutes prior to the start of the Meeting until its conclusion.

**Nominated Persons**

A copy of this Notice has been sent for information only to persons who have been nominated by a shareholder (each a 'Nominated Person') to enjoy information rights under section 146 of the Companies Act 2006 ('Act'). The rights to appoint a proxy cannot be exercised by a Nominated Person: they can only be exercised by the shareholder. However, a Nominated Person may have a right under an agreement between him or her and the shareholder by whom he/she was nominated to be appointed as a proxy for the AGM or to have someone else so appointed. If a Nominated Person does not have such a right or does not wish to exercise it, he or she may have a right under such an agreement to give instructions to the shareholder as to the exercise of voting rights.

### **Voting by corporate representatives**

A shareholder of the Company which is a corporation may authorise a person or persons to act as its representative(s) at the AGM. In accordance with the provisions of the Act, each such representative may exercise (on behalf of the corporation) the same powers as the corporation could exercise if it were an individual shareholder of the Company, provided that they do not do so in relation to the same shares. It is no longer necessary to nominate a designated corporate representative.

### **Member's right to ask questions**

All shareholders and their proxies attending the AGM have the right to ask questions. To be fair to all shareholders who wish to ask a question, you are requested to ask only one question which is relevant to the business of the Meeting. It would be helpful if you could state your name before you ask your question. The Company must cause to be answered any such question relating to the business being dealt with at the Meeting but no answer need be given if: (a) to do so would interfere unduly with the Meeting or involve the disclosure of confidential information, (b) the answer has already been given on a website in the form of an answer to a question, or (c) it is undesirable in the interests of the Company or the good order of the Meeting that the question be answered. The Chairman may also nominate a Company representative to answer a specific question after the Meeting or refer the shareholder or proxy to information on the Company's website.

### **AGM resolutions/business**

Under sections 338 and 338A of the Act, shareholders meeting the threshold requirements in those sections have the right to require the Company: (i) to give, to members of the Company entitled to receive notice of the Meeting, notice of a resolution which may properly be moved and is intended to be moved at the Meeting; and/or (ii) to include in the business to be dealt with at the Meeting any matter (other than a proposed resolution) which may be properly included in the business. A resolution may properly be moved or a matter may properly be included in the business unless: (a) (in the case of a resolution only) it would, if passed, be ineffective (whether by reason of inconsistency with any enactment or the Company's constitution or otherwise), (b) it is defamatory of any person, or (c) it is frivolous or vexatious. Such a request may be in hard copy form or in electronic form, must identify the resolution of which notice is to be given or the matter to be included in the business, must be authorised by the person or persons making it, must be received by the Company not later than the date six clear weeks before the meeting, and (in the case of a matter to be included on the business only) must be accompanied by a statement setting out the grounds for the request.

### **Total number of shares and voting rights**

As at 13 March 2019 (being the latest practicable date prior to the publication of this Notice), the Company's issued share capital comprised 511,738,648 ordinary shares of nominal value 5p each. Each ordinary share carries the right to one vote at a General Meeting of the Company. Therefore, the total voting rights in the Company at 13 March 2019 is 511,738,648.

### **Website publication of audit concerns**

Under section 527 of the Act, shareholders meeting the threshold requirements set out in that section have the right to require the Company to publish on a website a statement setting out any matter relating to: (i) the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the AGM; or (ii) any circumstances connected with an auditor of the Company ceasing to hold office since the previous meeting at which annual accounts and reports were laid in accordance with section 437 of the Act, (in each case) that the shareholders propose to raise at the relevant Meeting. The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with sections 527 or 528 of the Act. Where the Company is required to place a statement on a website under section 527 of the Act, it must forward the statement to the Company's auditor no later than the time when it makes the statement available on the website. The business which may be dealt with at the Meeting includes any statement that the Company has been required under section 527 of the Act to publish on a website.

**Online shareholder communications**

As a shareholder, you can choose to vote by proxy and to receive communications and documents from the Company electronically. This speeds up our communication with you and helps us to reduce distribution and printing costs. In order to sign up for this service you will need to access the Company's Registrars' online service at [www.shareview.co.uk](http://www.shareview.co.uk) ('Shareview') and follow the process explained below. This is a secure site where you are able to view your shareholdings.

Please note that the Company takes all reasonable precautions to ensure no viruses are present in any electronic communication it sends out but the Company cannot accept responsibility for loss or damage arising from the opening or use of any email or attachments from the Company and recommends that shareholders subject all messages to virus checking procedures prior to use. Any electronic communication received by the Company, including lodgement of an electronic proxy form, that is found to contain any virus will not be accepted.

To sign up to receive documents electronically:

- log onto Shareview at [www.shareview.co.uk](http://www.shareview.co.uk)
- click on 'Register' and follow the simple instructions – you will need your 11-digit shareholder reference number which can be found on your share certificate or dividend confirmation
- you will be asked to choose a password and at the end of the registration process your User ID will appear on screen. You should make a note of this and your chosen password. You will not be able to use the service until you have received an Activation Code which will be sent to you in the post to your home address. You will need to enter the Activation Code the first time you log in to Shareview after entering your User ID and password
- if you are already registered with Shareview, you do not need to register again but should check that your mailing preference is shown as 'email'.

A copy of this Notice, and other information required by section 311A of the Act can be found at [www.nationalexpressgroup.com/investors/aggm/2019](http://www.nationalexpressgroup.com/investors/aggm/2019).

To vote by proxy electronically:

- log onto [www.sharevote.co.uk](http://www.sharevote.co.uk)
- follow the instructions as to how to submit your vote. For security identification you will need to input the Voting ID, Task ID and Shareholder Reference Number which you will find on your Form of Proxy.

Should you have any queries about signing up for online communications please contact our Registrars, Equiniti, on the shareholder helpline number 0371 384 2152 for UK callers. The Equiniti overseas shareholder helpline number is +44 (0) 121 415 7047. Textel (for the hard of hearing) is also available on 0371 384 2255. Lines are open from 8.30am to 5.30pm Monday to Friday (excluding public holidays in England and Wales).

**Instructions for electronic appointment through CREST**

If you are a CREST member and want to appoint a proxy using the Euroclear electronic proxy appointment service, you can do so using the procedures described in the CREST manual which can be viewed at [www.euroclear.com](http://www.euroclear.com). If you are a CREST personal member, a CREST sponsored member or a CREST member that has appointed a voting service provider you should request the sponsor or voting service provider to take the appropriate action on your behalf.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a 'CREST proxy instruction') must be properly authenticated in accordance with Euroclear's specifications and must contain the information required for such instructions, as described in the CREST manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by Equiniti Limited (ID RA19) no later than 48 hours before the time at which the Meeting is due to begin. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which our Registrars will be able to retrieve the message by enquiry to CREST in the manner prescribed in CREST.

After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

Euroclear does not make available special procedures for any particular messages. Normal system timings and limitations therefore apply in relation to the input of CREST proxy instructions. CREST members (or appointee members) are responsible for taking (or arranging for their CREST sponsor or voting service provider to take) any necessary action to ensure that a message is transmitted by means of the CREST system by any particular time. CREST members and CREST sponsors or voting service providers are referred to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

National Express Group PLC may treat as invalid a CREST proxy instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

### Communication

You may not use any electronic address (within the meaning of section 333(4) of the Act) provided in this Notice (or in any related documents, including the Chairman's Letter to Shareholders and the Form of Proxy) to communicate with the Company for any purposes other than those expressly stated.

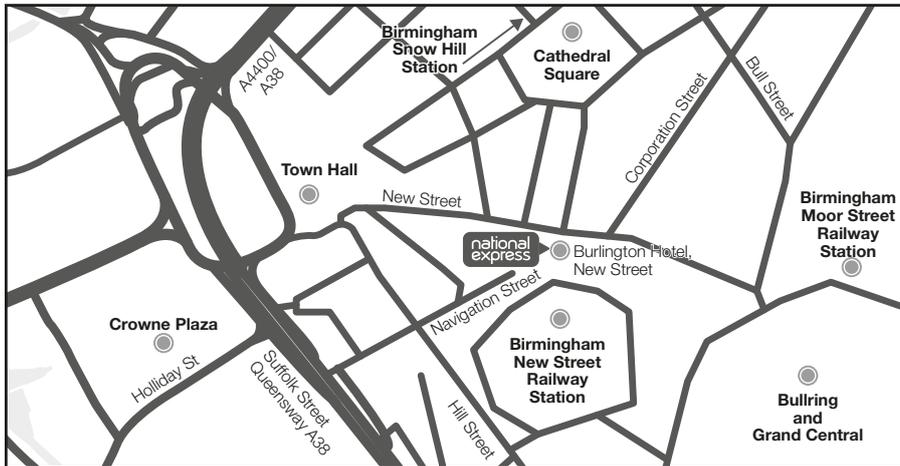
### Shareholder security

Share fraud includes scams where investors receive unsolicited calls or correspondence concerning investment matters from organisations or persons claiming or implying that they have some connection with the Company. These are typically from purported 'brokers' who offer to buy shares at a price often far in excess of their market value. These operations are commonly known as 'boiler rooms'. Shareholders are advised to be very wary of any offers of unsolicited advice, discounted shares, premium prices for shares they own or free reports into the Company. If you receive any such unsolicited calls, correspondence or investment advice:

- ensure you get the correct name of the individual and firm
- if you feel uncomfortable with the call or the calls persist, simply hang up
- check that the individual and/or firm appear on the Financial Conduct Authority ('FCA') Register to ensure they are authorised at <https://register.fca.org.uk/>
- use the details on the FCA Register to contact the firm, if you want to call them back
- call the FCA Consumer Helpline (0800 111 6768) if there are no contact details for the firm on the Register or you are told they are out of date
- if you are approached by an unauthorised individual or firm, you should inform the FCA via its website
- if you do buy or sell shares from an unauthorised individual or firm, you may not have access to the Financial Ombudsman Service of the Financial Services Compensation Scheme
- if you have already paid money to share fraudsters you should contact Action Fraud on 0300 123 2040.
- **REMEMBER:** if it sounds too good to be true, it probably is!

## Location of 2019 AGM

The 2019 Annual General Meeting of National Express Group PLC will be held at 2.00pm on Thursday, 9 May 2019 in the Horton Suite at the Burlington Hotel, 126 New Street, Birmingham, B2 4JQ.



### Directions

#### By foot

The Burlington Hotel ('Burlington') is located in the well-known, accessible New Street area of Birmingham city centre. Walking to the Burlington from any part of Birmingham city centre is easy and well signposted.

#### By bus

A number of bus routes stop near to the venue. For more information, please go to <http://nxbus.co.uk/routes/west-midlands>.

#### By train

Birmingham is served by the UK's largest interchange rail station, Birmingham New Street /Grand Central station. The Burlington is less than 10 minutes' walk away from this station via the Stephenson Street exit of the station. Birmingham New Street/Grand Central station has direct and regular services to Birmingham International railway station which directly links to Birmingham International Airport and the NEC. It also has many direct services to London Euston, including a service that takes just 80 minutes and runs every 20 minutes.

#### By road

The Burlington is located centrally in Birmingham city centre and is easily accessible by road from anywhere in the UK. Visitors from any direction can travel into Birmingham using many different routes connected to the following motorways: M1, M5, M6, M6 Toll, M40 and M42.

There is abundant, secure multi-storey parking available located within the Barclaycard Arena, which is about a 25-minute walk away from the Burlington. The Barclaycard Arena is signposted on motorways and major roads and both the Burlington and Barclaycard Arena are marked on most road maps.

#### Wheelchair access

The Burlington is accessible to wheelchair users via ramps or lifts. The Horton Suite is accessible by lift. If you need assistance in locating a lift, please ask any member of the venue's staff. Tactile signage is fitted in the majority of lifts. Assistance Dogs are welcome at the venue. For vehicles displaying blue badges, parking is free of charge at or near the main entrance. Spaces need to be booked in advance so please telephone the Burlington on +44 (0) 344 879 9019.

#### Medical emergencies

In the event of a medical emergency, please notify a member of security at the venue or any member of the venue's staff for assistance.

#### Hearing impairments

An induction loop system, which can be linked to visitors' hearing aids, will be operated in the Horton Suite at the Burlington.

#### Toilets

Public toilets are available on all levels of the venue. There are also unisex, wheelchair-accessible toilets.

#### Security

For security reasons and to speed up admission, please do not bring suitcases, large bags, cameras, laptop computers or tape recorders to the AGM venue. If you do, you may be asked to deposit them in the cloakroom for collection after the Meeting.

Please note that those attending the AGM will not be permitted to hand out leaflets or pamphlets in the venue, take photographs or video or audio recordings of the AGM proceedings.





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Registered in England and Wales No. 2590560

[www.nationalexpressgroup.com](http://www.nationalexpressgroup.com)