

**Requisition by members pursuant to s 314 Companies Act 2006 for notice of a resolution as set out below, to be voted on at the 2015 Annual General Meeting of National Express Group PLC, and for circulation of a statement in support of that Resolution.**

To the Company Secretary, National Express Group PLC:

We the undersigned, being 100 members holding shares in the company on which there has been paid up an average sum, per member, of not less than £100 per member,

Hereby require you, in accordance with section 314 of the Companies Act 2006, to give to members of the company entitled to receive notice of the next Annual General Meeting notice of the following resolution, being a resolution that may properly be moved and is intended to be moved at that meeting, and to circulate to members receiving that notice a copy of the annexed statement with respect to the matters referred to in that resolution:

**The Resolution:**

**As** long-term shareowners in the Company we welcome the achievements it has made in implementing its global business strategy over the recent period. Progress in all markets has been broadly positive despite various challenges such as the adverse US weather conditions of 2014,

In terms of the Company's US bus company operations criticism of certain company management actions continues to be made by employee representatives in that business. We have considered the response of the company to these allegations. The information with regard to these allegations is disputed by the Company management and we have no way of independently verifying the continuing union concerns,

**As** shareowners we are concerned by the persistent nature of these allegations and the lack of satisfaction we have found in the Company's responses. We have received the views of the unions concerned and have had a dialogue with the Company management over the last two years. Yet we have found it impossible to reach a conclusion based on independent assessment of the allegations and the company response,

We therefore request that the Company obtain an independent assessment of these allegations through the appointment of a suitable person to review the situation. This person would report their findings to the Company and unions and provide their report for shareowners on the Company's website by the end of Q3 2015. This person should be acceptable to both the Company and the unions.

We believe that this proposal will address our concerns as long term shareowners and provide an independent assessment of the allegations made about the US bus business. This will mitigate the risk of both reputational damage and impact on shareholder value resulting from continuing disputes.

Supporting Statement:

As long term shareowners we believe that our interests are being put at risk due to continuing acrimonious relations within our company, despite previous engagement with our company management and unions representing the company's Durham School Services employees in the US.

Shareowner concern was previously expressed at the 2014 AGM, nearly 20% of independent votes were concerned to support or abstain on a proposal seeking greater board oversight of employment rights issues in its North American school bus operations. Some of the largest UK institutional investors voted for the proposal, illustrating the extent of shareowner concern.<sup>1</sup>

As long term shareowners we believe National Express should conduct an independent review of its North American school bus operations to address continuing reports coming from the company's Durham School Services employees claiming management interference with their freedom of association rights.

In our view, by implementing an independent review National Express would give confidence to shareowners that allegations of poor practice are taken seriously, and that positive relations with its people are prioritized. This would allow company management to focus on managing business development free from the reputational and operational risks posed by these damaging concerns. It would provide an opportunity to move beyond the current impasse, and allow all parties within Durham to focus on the job of building on the success of the business, in a responsible and sustainable way. This would contribute to long term shareholder value for us as investors, bolster the brand name integrity of National Express, reduce its human rights risks exposure, and, in turn, contribute to reducing reputational risks.

We urge you to vote FOR this resolution.

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<sup>1</sup> Those supporting the resolution included Legal & General Investment Management, Threadneedle Asset Management and Aviva Investors.