



Strictly Private and Confidential

Arriva plc
Admiral Way
Doxford International Business Park
Sunderland
SR3 3XP

Deutsche Bank AG London
Winchester House
1 Great Winchester Street
London EC2N 2DB
Tel +44 20 7545 8000

18 May 2010

Dear Sirs,

Recommended acquisition of Arriva plc

We refer to the scheme document to be dated on or around 18 May 2010 (the "**Scheme Document**") in relation to the recommended acquisition by DB UK Holding Limited, a wholly-owned subsidiary of Deutsche Bahn AG, of the whole of the issued and to be issued share capital of Arriva plc (to the extent not already owned by Deutsche Bahn AG or any of its subsidiaries or subsidiary undertakings), a draft of which is attached hereto and initialled by us for the purposes of identification.

We hereby consent to the issue of the Scheme Document in the form attached with the inclusion therein of our name and references thereto in the form and context in which they appear.

This letter is for your information only and should not be relied upon by any other person.

Yours faithfully,

For and on behalf of Deutsche Bank AG, London Branch

Omar Faruqi
Managing Director

James Agnew
Managing Director

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Yours faithfully,

Avi Goldberg

Managing director



For and on behalf of N M Rothschild & Sons Limited

10/27967569_1

N M Rothschild & Sons Limited
New Court, St. Swithin's Lane
London EC4P 4DU, United Kingdom

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Facsimile +44 (0)20 7929 1643
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Registered number 225279 England
Registered office as shown
Authorised and Regulated by
the Financial Services Authority

LAZARD

LAZARD & Co., LIMITED

50 Sraaton Street, London W1J 8LL

Authorised and regulated by the Financial Services Authority
Member of the London Stock Exchange
Registered in England no. 162175

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Yours faithfully,



Giles Roshier

Director

For and on behalf of Lazard & Co., Limited

NEW YORK LONDON PARIS MILAN AMSTERDAM ATLANTA BEIJING BERLIN BORDEAUX BOSTON BRISBANE BUENOS AIRES*
CHICAGO DUBAI FRANKFURT HAMBURG HONG KONG HOUSTON LOS ANGELES LYON MADRID MELBOURNE MINNEAPOLIS MONTREAL
MUMBAI ROME SAN DIEGO SAN FRANCISCO SAO PAULO** SEOUL SHANGHAI SINGAPORE STOCKHOLM SYDNEY TOKYO TORONTO
ZURICH

* Strategic Alliance ** Joint venture

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18 May, 2010

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Yours faithfully,


Alexander Doll
Managing Director

For and on behalf of Lazard & Co.GmbH

NEW YORK LONDON PARIS MILAN AMSTERDAM ATLANTA BEIJING BORDEAUX BOSTON BRISBANE BUENOS AIRES** CHARLOTTE CHICAGO
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SAN DIEGO SAN FRANCISCO SAO PAULO** SEOUL SINGAPORE STOCKHOLM SYDNEY TOKYO TORONTO
WASHINGTON, D.C. ZURICH BRUXELLES

** JOINT VENTURE

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Direct Line 02071554841
Direct Fax 020 7155 9602
Mobile 07767392127
mark.breuerl@pmorgancazenove.com

18 May 2010

Dear Sirs

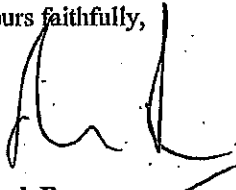
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Yours faithfully,



Mark Breuer
Vice Chairman

For and on behalf of J.P. Morgan plc

UBS Deutschland AG
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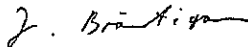
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Stefan Weis

Executive Director



Johannes Bräutigam

Associate Director

For and on behalf of UBS Deutschland AG