

Attendance Card

Please bring this card with you to the Court Meeting and present it at the Shareholder Registration Desk. This will facilitate entry to the Court Meeting.

Additional Holders:

For use by members of Arriva plc (the "Company") for the meeting of shareholders of the Company convened by order of the Court pursuant to section 896 of the Companies Act 2006 ("Court Meeting") to be held at 11.30 a.m. on 17 June 2010 at the Ramside Hall Hotel & Golf Club, Carrville, Durham, DH1 1TD, UK.

Shareholder Reference Number

Form of Proxy — Court Meeting to be held at 11.30 a.m. on 17 June 2010

Kindly note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

Please read the notice of the Court Meeting (the "Notice") set out at pages 59 to 60 of the scheme circular dated 18 May 2010 accompanying this form of proxy and the notes below before completing this form.

Explanatory Notes:

1. The names and address of all holders should be stated in block capitals.
2. As a member of the Company you are entitled to appoint one or more proxies to exercise all or any of your rights to attend, speak and vote at a meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. If you sign and return this proxy form with no name inserted, the Chairman of the meeting will be deemed to be your proxy. If you wish to appoint a person other than the Chairman of the meeting, insert the full name of the person appointed by proxy in the space provided. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions.
4. To direct your proxy how to vote on the resolution sign your name in the appropriate box.
5. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated. You are advised to arrive at least 15 minutes before the start of the meeting to allow time for registration.
6. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy contact the Company's registrars, Computershare, at the address below or photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you).
7. If the proxy is being appointed in relation to less than your full voting entitlement, please enter the number of shares in the space provided. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement.
8. If the appointer is a corporation, this form of proxy must be executed under its seal or under the hand of an officer, attorney or other person authorised to sign the same on its behalf.
9. In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. The vote of the senior joint holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of other joint holders, and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
10. To be effective this form of proxy must be lodged at the office of the Company's registrars, Computershare, by post, courier or by hand (during normal business hours only) at Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZY not less than 48 hours before the start of the meeting or adjourned meeting and must be accompanied by any power of attorney or other authority under which it is signed or by a notarially certified copy of such power or authority.
11. CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual. To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by Computershare (Crest ID number 3RA50) by 11.30 a.m. on 15 June 2010. See the notes to the notice of meeting for the general meeting of the Company to be held on 17 June 2010 at 11.45 a.m. for further information on proxy appointment through CREST.
12. As an alternative to completing and returning the printed form of proxy, you may submit your proxy over the internet by accessing www.eproxyappointment.com by no later than 11.30 a.m. on 15 June 2010. For security purposes, shareholders will need to provide their shareholder reference number (SRN) and personal identification number (PIN) to validate the submission of their proxy online. Shareholders' individual SRN and PIN, together with an identifying Control Number, are shown on the printed form of proxy sent to them.
13. If the form of proxy is not lodged with Computershare, through CREST or over the internet by 11.30 a.m. on 15 June 2010, it may be handed to Computershare or the chairman of the Court Meeting at the start of the Court Meeting.

**To be effective, all proxy appointments must be lodged at the office of the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 11.30 a.m. on 15 June 2010**

ALTERNATIVELY YOU CAN LODGE YOUR PROXY USING THE INTERNET 24 HOURS A DAY 7 DAYS A WEEK UP TO 11.30 A.M. ON 15 JUNE 2010

All Named Holders:

Control number: 910460
SRN. PIN.



To Lodge a Proxy Using the Internet

Go to the following website:
www.eproxyappointment.com

You will be asked to enter the Shareholder Reference Number (SRN), PIN and Control Number as printed opposite and agree to certain terms and conditions.

Poll Card To be completed **only** at the Court Meeting

FOR the said Scheme of Arrangement

Signature

AGAINST the said Scheme of Arrangement

Signature

Date this form below

Dated thisday of.....2010

Signature

Court Meeting Form of Proxy

I/We (see note 1) being a member/members of Arriva plc, hereby appoint the Chairman of the Court Meeting or (see notes 2 and 3)
(BLOCK CAPITALS)



Number of shares (See notes 6 and 7)

FOLD
HERE

as my/our proxy to attend and vote for me/us at the Court Meeting to be held at 11.30 a.m. on 17 June 2010 at the Ramside Hall Hotel & Golf Club, Carrville, Durham, DH1 1TD, UK for the purpose of considering and, if thought fit, approving (with or without modification) the proposed Scheme of Arrangement referred to in the Notice convening the Court Meeting (or at any adjournment thereof) to vote for me/us and in my/our names for the said Scheme of Arrangement (either with or without modification, as my/our proxy may approve) or against the said Scheme of Arrangement as indicated below.

FOLD
HERE

Please sign ONE of the boxes below.

IMPORTANT: If you wish to vote for the Scheme of Arrangement, sign the box marked "FOR", or if you wish to vote against the Scheme of Arrangement, sign in the box marked "AGAINST".

FOR the said Scheme of Arrangement

AGAINST the said Scheme of Arrangement

Signature

Signature

Date this form below

Dated thisday of2010

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

