

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

of

**Inspiredspaces Tameside (Holdings1) Limited (the "Company")**

**Company number 06569899**

**10 July 2012 (the "Circulation Date")**

Pursuant to Chapter 2 of Part 13 Companies Act 2006, the members of the Company propose that the following resolution is passed as a special resolution (the "**Resolution**")

**SPECIAL RESOLUTION**

THAT any breach of the Articles of Association of the Company arising from the transfer of A shares in the Company by Inspiredspaces Tameside (PSP2) Limited to Building Schools for the Future Investments LLP and Tameside Metropolitan Borough Council pursuant to a share purchase agreement dated 30 June 2012 be irrevocably and unconditionally waived and such transfer of shares be ratified as a true and proper transfer

We hereby certify that this is a true  
and accurate copy of the original  
dated this 24 day of July 2012  
Signed Osborne Clarke  
Osborne Clarke  
One London Wall  
London EC2Y 5EB

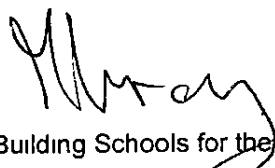


## AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, the only persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution

Signed by

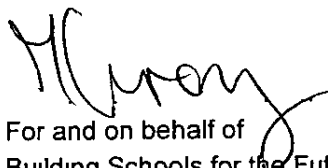


Building Schools for the Future Investments LLP acting as attorney for Inspiredspaces Tameside (PSP2) Limited in respect of 3,600 A shares of £1 each in the Company

Date 11<sup>th</sup> July 2012

Tameside Metropolitan Borough Council acting as attorney for Inspiredspaces Tameside (PSP2) Limited in respect of 3,600 A shares of £1 each in the Company

Date 2012



For and on behalf of  
Building Schools for the Future Investments LLP in respect of 900 B shares of £1 each in the Company

Date 11<sup>th</sup> July 2012

For and on behalf of

Tameside Metropolitan Borough Council in respect of 900 C shares of £1 each in the Company

Date 2012

## AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, the only persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution

Signed by

Building Schools for the Future Investments LLP acting as attorney for Inspiredspaces Tameside (PSP2) Limited in respect of 3,600 A shares of £1 each in the Company

Date 2012



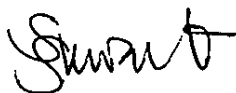
Tameside Metropolitan Borough Council acting as attorney for Inspiredspaces Tameside (PSP2) Limited in respect of 3,600 A shares of £1 each in the Company

Date 15 July 2012

For and on behalf of

Building Schools for the Future Investments LLP in respect of 900 B shares of £1 each in the Company

Date 2012



For and on behalf of

Tameside Metropolitan Borough Council in respect of 900 C shares of £1 each in the Company

Date 15 July 2012

A handwritten signature in black ink, appearing to be 'G. Khan'.

For and on behalf of

Inspiredspaces Tameside Limited in respect of 1,000 D shares of £1 each in the Company

Date 17/7/2012

## NOTES

- 1 If you agree with the resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version in electronic form or in hard copy to Inspiredspaces Tameside (Holdings1) Limited, 2 London Bridge, London SE1 9RA
- 2 If you do not agree to the resolution, you do not need to do anything you will not be deemed to agree if you fail to reply
- 3 Once you have indicated your agreement to the resolution, you may not revoke your agreement
- 4 A written resolution is passed when the required majority of eligible members have signified their agreement to it
- 5 Unless, by 28 days beginning on the Circulation Date, sufficient agreement has been received for the resolution to pass, it will lapse If you agree to the resolution, please ensure that your agreement reaches us on or before this date

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