

Company number 06853060

**COMPANIES ACT 2006**

**WRITTEN RESOLUTION OF**

**THE LONDON APPRENTICESHIP COMPANY LIMITED**

(the "Company")

Circulation Date: 7<sup>th</sup> March 2018

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1 and 2 below are passed as special resolutions (together "Special Resolutions").

**SPECIAL RESOLUTIONS**

1. **THAT** the Company be re-registered as an unlimited company under the Companies Act 2006 by the name of The London Apprenticeship Company.
2. **THAT** the articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for and to the exclusion of, the Company's existing articles of association.

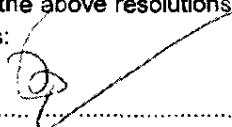
**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Special Resolutions.

The undersigned, each a person entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to the Special Resolutions:

Signed on behalf of **QUANTET GROUP LIMITED**

Date

  
4/3/2018



## NOTES

1. You can choose to agree to all of the Special Resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

- **by hand:** delivering the signed copy to Matthew Gearing at Bates Wells Braithwaite, 10 Queen Street Place, London EC4R 1BE.
- **by Post:** returning the signed copy by post to Matthew Gearing at Bates Wells Braithwaite, 10 Queen Street Place, London EC4R 1BE.
- **by email:** attach a scanned copy of the signed document to an email and send it to [m.gearing@bwblp.com](mailto:m.gearing@bwblp.com). Please type "Written resolution" in the email subject box.

*If you do not agree to all of the resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.*

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.

3. Unless within 28 days of the Circulation Date, sufficient agreement is received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.