

Company Number: 07293792

Circulation Date: 25 October 2023

**THE COMPANIES ACT 2006**

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**COMPANY LIMITED BY SHARES**

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**WRITTEN RESOLUTION**

OF

**THE EXAMS OFFICE LIMITED**

(Company)

Pursuant to Chapter 2 of Part 13 of The Companies Act 2006 (**Act**), the directors of the Company (**Directors**) propose that the following resolutions be passed as special resolutions (**Resolutions**):

**SPECIAL RESOLUTIONS**

1. THAT the following shares in the capital of the Company be reclassified:
  - a. 9 A ordinary shares of £1.00 each registered in the name of Glenhurst Ltd be reclassified as 9 ordinary shares of £1.00 each;
  - b. 9 C ordinary shares of £1.00 each registered in the name of JPKP Ltd be reclassified as 9 ordinary shares of £1.00 each;
  - c. 6 D ordinary shares of £1.00 each registered in the name of Glenhurst Ltd be reclassified as 6 ordinary shares of £1.00 each;
  - d. 6 F ordinary shares of £1.00 each registered in the name of JPKP Ltd be reclassified as 6 ordinary shares of £1.00 each,

with such ordinary shares ranking equally in all respects and otherwise having the rights and restrictions set out in the Company's articles of association from time to time.
2. THAT all rights of pre-emption whether in terms of the articles of association of the Company, the Act or otherwise be and are hereby waived in respect of the allotment of 15 ordinary shares of £1.00 each on or around the Circulation Date.

**AGREEMENT**

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

The undersigned, the shareholders entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

*Jugjit Singh Chima*  
Jugjit Singh Chima (Oct 24, 2023 19:03 GMT+1)

**JUGJIT SINGH CHIMA** as a director for  
and on behalf of **GLENHURST LTD**

25 October 2023

**DATE**

*J E Passmore*  
J E Passmore (Oct 25, 2023 09:35 GMT+1)

**JEAN PASSMORE** as a director for and  
on behalf of **JPKP LTD**

25 October 2023

**DATE**

## NOTES

1. If you agree with 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 methods:

- **By Hand:** delivering the signed copy to the registered office of the Company.
- **Post:** returning the signed copy by post to the registered office of the Company.
- **Email:** returning the signed copy by email to any director of the Company.

If you do not agree to 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 has been 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.