THE COMPANIES ACT 2006

Written resolution of

THE GORSE ACADEMIES TRUST

(the Company)

CIRCULATED ON 08 DECEMBER 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as a written resolution of the Company by the Members entitled to vote on the Circulation Date

SPECIAL RESOLUTION

That the draft regulations attached to this resolution be adopted as new Articles of Association of the Company in substitution for, and to the exclusions of, the existing Articles of Association.

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

We, the undersigned, were at the time the resolution was circulated entitled to vote on the resolution and irrevocably agree to the resolution.

| Signed | Date 8/12 1.27. |
|----------------|--------------------|
| David Morgan | |
| Signed New DL | Date . 8. 112 22 |
| Neil Donkin | |
| Signed | Date8/12/22 |
| David Bradshaw | |
| Signed | Date |
| Richard West | |

EXPLANATORY NOTES FOR SHAREHOLDERS

- If you agree to the resolution, please signify your agreement by signing and dating this document where indicated above and returning it to the Company by using one of the following methods:
- 1.1 **BY HAND**: by delivering the signed copy to Richard Amos, Governance Professional, GORSE Academies Trust, John Smeaton Academy, Barwick Road, Leeds, LS15 8TA

AND/OR

1.2 **BY POST**: by returning the signed copy by post to the above address.

AND/OR

1.3 **BY E-MAIL**: by attaching a scanned copy of the signed document to an e-mail and sending it to the Governance Professional, <u>Richard.Amos@tgat.org.uk</u> or, if scanning of a signed document is not possible, by sending an e-mail to the same email address stating the agreement to the resolution in the text of the e-mail. Please enter "For the attention of Richard Amos, Governance Professional" in the e-mail subject box.

If you do not agree to the above resolution, you do not need to do anything.

- Once you have signified your agreement to the resolution, you may not revoke your agreement.
- Unless, by the date being 28 days after the Circulation Date, sufficient agreement has been received for the resolution to be passed, it will lapse. If you agree to the resolution, please ensure that signification of your agreement reaches us before or on this date.
- Sufficient agreement will have been reached to pass a special resolution if eligible members (ie, members who were entitled to vote at the time the resolution was circulated) representing 75% of the total voting rights of eligible members signify their agreement to it.