

Company No. 08289098

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

GOODWYN SCHOOL INVESTMENTS LIMITED

Passed the 21/01/21

By means of a written resolution dated 21/01/21..... 2020 and signed by the required eligible majority of members of the above-named Company the following Special Resolutions were passed:

SPECIAL RESOLUTIONS

RE-DESIGNATION OF SHARES IN ISSUE

THAT the 1,000 Ordinary £1 shares currently in issue be re-designated into 520 A Ordinary shares of £1 each, 160 B Ordinary shares of £1 each, 160 C Ordinary shares of £1 each and 160 D Ordinary £1 shares.

(altogether known as the "Transaction").

Each, having attached thereto the rights and restrictions as set out in the new Articles of Association to be adopted.

ARTICLES OF ASSOCIATION

That the Articles of Association be altered

By adding:

SHARE CAPITAL

The company may from time to time issue shares of different classes with different rights and restrictions attached to them. As of the date of the adoption of these Articles, the Company has the following shares in issue:

520 A Ordinary shares of £1 each
160 B Ordinary shares of £1 each
160 C Ordinary shares of £1 each
160 D Ordinary shares of £1 each

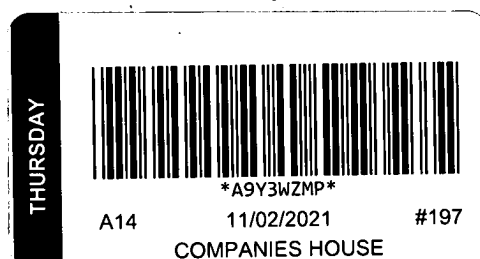
ALTERATIONS TO THE CLASS RIGHTS WITHIN THE ARTICLES OF ASSOCIATION

That the rights attached to the share classes, as stated within Articles of Association be varied as permitted by Section 630 of the Companies Act 2006, with the new rights being as set out below:

VOTING

All shares shall rank equally for voting rights.

DIVIDENDS




Dividends may be paid to the holders of one or more classes of shares to the exclusion of the other(s) or to all classes of shares, in each case at the same or differing rates, as determined by ordinary resolution or resolution of the directors.

CAPITAL DISTRIBUTION

The shares rank equally for any capital distribution purposes (including on winding up).

Signed:



Director