

TUESDAY



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A06 04/10/2022 #89
COMPANIES HOUSE

PE SCHOLAR LIMITED

Company number: 09371658

Registered office address: The Dutch Barn, Bremhill Grove Farm, East Tytherton, Chippenham, Wiltshire, SN15 4LX

WRITTEN SHAREHOLDERS' RESOLUTION

CIRCULATION DATE: 21 September 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of PE SCHOLAR LIMITED ("the Company") propose that the following resolutions be duly approved:

ORDINARY RESOLUTION

That 33 Ordinary £0.01 shares, be and are hereby reclassified as 33 Ordinary B shares of £0.01 each in the capital of the Company.

That any two directors be authorised to issue new share certificates, signed by them on behalf of the Company, and cancel old share certificates as required to reflect the share reclassification.

SPECIAL RESOLUTION

That the new articles of association attached to this resolution, be and are hereby approved and adopted as the articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association, updated as they are, to include the rights and restrictions attaching to Ordinary B £0.01 shares as set out below:

"FULL RIGHTS TO RECEIVE NOTICE OF, AND ATTEND VOTE AT GENERAL MEETINGS. ONE SHARE CARRIES ONE VOTE, AND FULL RIGHTS TO DIVIDENDS AND CAPITAL DISTRIBUTIONS (INCLUDING UPON WINDING UP)."

That forms SH08 and SH10 together with copies of all relevant resolutions and the new articles of association be filed with Companies House within one month, and the register of members be updated to reflect the share reclassification.

AGREEMENT

We, being eligible members of the Company (as defined in section 289 of the Companies Act 2006) and entitled to vote on these resolutions, agree that both resolutions be so passed.

Name	No. shares	Signature	Date
SCHOLARY LIMITED	67 Ordinary		 21/09/2022

Notes:

1. To signify your agreement to the resolution please sign and date this document where indicated above and return it to the Company. If you do not agree to the resolution you do not need to do anything. You cannot be deemed to agree with the resolution if you have not replied.
2. Ensure that your signed document is received by the Company no later than 19th October 2022. If the resolution is not passed by this date, it will lapse.
3. Once given, you cannot revoke your agreement.