

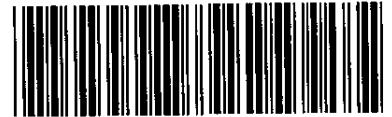
Company number **11740125**

The Companies Act 2006
Company Limited by Guarantee

Mowgli Mentoring Ltd

(the "Company")

TUESDAY



A18 *A8XMXZCR* 28/01/2020 #8
COMPANIES HOUSE

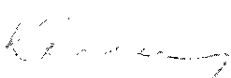
Written Special Resolutions pursuant to sections 283 and 288 Companies Act 2006

We, the undersigned, being all the members of the above Company for the time being entitled to receive notice of, attend and vote at General Meetings, hereby pass the following written resolution as a special resolution and confirm that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held

IT IS RESOLVED THAT the Articles of Association of the Company be amended by inserting a new article 30A between Articles 29 and 30 as follows:

"Not for Profit Period

30A The Company will operate as a not for profit entity during the period beginning on 1st January 2020 and ending on and including 31st December 2022 (the "Not for Profit Period"). During the Not for Profit Period no dividend can be declared and none of the income or property of the Company may be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to any member of the Company. Articles 30 - 36 (inclusive) are subject to this Article 30A. "

| Name | Signature | Date |
|---------------|---|-------------------------------|
| Kathleen Bury |  | 21 st January 2020 |

NOTES

1. *This written resolution has been proposed by the directors of the Company. The purpose of this resolution is to amend the articles of association of the Company by replacing them with the Articles circulated with this resolution.*
2. *As the resolution is a special resolution the requisite majority needed to pass the resolution is 75% of the members eligible to vote.*
3. *The circulation date of this written resolution is 21st January 2020.*
4. *If you agree to this resolution, please signify your agreement by signing against your name where indicated and enter the date on which you signed the document and initial the box marked. Please then return the document to the Company.*
5. *If you return the document signed, but un-dated, it will be assumed by the Company that you signed the document on the day immediately preceding the day on which it was received by the Company.*
6. *If not passed by the requisite majority of members, this written resolution shall lapse after 28 days. (The first of those 28 days shall commence on the date of circulation of this resolution.).*
7. *Once this resolution has been signed and returned to the Company, your agreement to it may not be revoked.*