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No. 12255332

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF RONDAR TOPCO LIMITED

On 4 November 2019, the following resolutions were passed by Rondar Topco Limited in accordance with Chapter 2 of Part 13 of the Companies Act (the "Act"), as special resolutions (each a "**Resolution**" and, together, the "**Resolutions**").

SPECIAL RESOLUTIONS

5. **THAT**, the Company's issued share capital be reduced by £37,500,002 from £48,089,657 to £10,589,655 by cancelling and extinguishing all of the B ordinary shares of £1.00 each in the capital of the Company ("**B Shares**"), being 37,500,002 B Shares held in the proportions set out below, each of which is fully paid up:

| (1) Name ("Shareholders") | (2) Number of B Shares of £1.00 each |
|-------------------------------------|---|
| David Paton | 10,910,447 |
| Jo Paton | 7,190,532 |
| Albion Venture Capital Trust PLC | 2,575,826 |
| Albion Technology & General VCT PLC | 5,542,604 |
| Albion Development VCT PLC | 3,191,651 |
| Albion Enterprise VCT PLC | 3,536,831 |
| Crown VCT PLC | 3,254,066 |

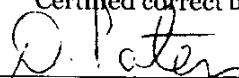
EXECUTION VERSION

| | |
|---------------|-------------------|
| Neil Moulding | 741,740 |
| Rosie Allen | 370,870 |
| Colin Diggory | 185,435 |
| Total | 37,500,002 |

Actioned 6.

6. **THAT** the registered name of the Company be changed to Radnor House School (Topco) Limited;
7. **THAT** the articles of association in the form annexed to these Resolutions (the "**New Articles**") be adopted as the Company's articles of association in substitution for, and to the exclusion of, all existing articles of association of the Company; and
8. **THAT**, that any conflict of interest of any director of the Company arising from the matters outlined in resolution 1 above, or any matter related or incidental thereto, be approved and such director may count in the quorum and vote on any board resolution relating to the same.

Certified correct by:



Director for and on behalf of RONDAR TOPCO LIMITED