THE COMPANIES ACT 2006

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

WRITTEN SPECIAL RESOLUTION[1]

of

HOLINGWORTH ACADEMY TRUST (the "Company")

Company No: 08314692

We the undersigned, being at least 75% of the Members of the Company, for the time being entitled to receive notice of, attend and vote at General Meetings, hereby pass the following Special Resolution and agree 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.

WRITTEN SPECIAL RESOLUTION

IT IS HEREBY RESOLVED THAT: subject to the new Company name ("Hollingworth Learning Trust") being approved by the members (by virtue of a separate special resolution) and registered at Companies House, the Articles of Association attached to this Written Resolution be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association of the Company.

AGREEMENT

Please read the notes at the end of this document before signing your agreement.

The undersigned, entitled to vote on the above Resolution, hereby irrevocably agree to the Special Resolution.
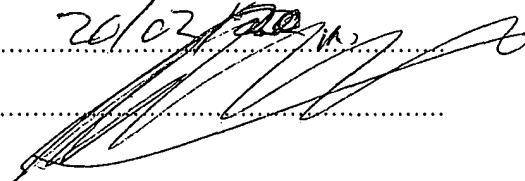
Print name ....

Date ....

Signed ....

Print name ....

Date ....

Signed ....

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[1] Resolution passed pursuant to Article 35 of the Company's Articles of Association and the Companies Act 2006.

9019410.3

Print name   JOHN MICHAEL PACKER

Date   20 / 02 / 20

Signed   JMPacker .

Print name   MARCUS COCKCROFT

Date   20 / 02 / 2020

Signed   M. Cockcroft .

Print name   ....

Date   ....

Signed   ....

Note:

1. This Written Resolution is passed when at least 75% of Members have signified their agreement.

2. If not passed within 28 days of the Circulation Date this Resolution will lapse.

3. A Member signifies agreement by signing the Resolution or by sending a document to the Company (which can be a scan or a fax of the signed Resolution) identifying the Resolution and indicating agreement.

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