

Company number - 10377760

The Companies Act 2006

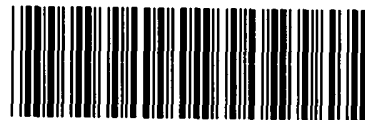
Company limited by guarantee

Written Resolution

Learn@ MAT

Circulation Date: 03 December 2021

THURSDAY



AAJHMRPK

A07

16/12/2021

#378

COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 and article 35 of the articles of association of the Company, Stephen Bradshaw, being a Member with not less than 5% of the total voting rights of the Company propose that the following resolutions be passed as special and ordinary resolutions (Resolutions).

Special Resolution

It is resolved that:

1. Having received the prior consent of the Secretary of State for Education, the amended articles of association attached to this resolution (the New Articles) be adopted with immediate effect as the articles of association of the Company and in substitution for, and to the exclusion of, the existing articles of association.

Ordinary Resolutions

2. It is further resolved that the CEO of the Company be confirmed as a Trustee of the Company under article 57 of the articles of association.

Agreement

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date hereby irrevocably agrees to the Resolutions:

Signed by

(• name of existing member)

Paul James Mc Gregor
Ian Frew Mc Gregor
3/12/21.

Date

Signed by

(• name of existing member)

Date

Signed by

(• name of existing member)

Date

Notes

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company. You can return it to the Company by:
 - hand (by bringing it to the registered office);
 - post to the registered office (marked for the attention of Rebecca Watkin); or
 - email to rebecca.watkin@learnmat.uk.
- 2 If you do not agree to the Resolutions, you do not need to do anything; you will not be deemed to agree if you fail to reply.
- 3 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 4 Unless within the period of 28 days beginning with the Circulation Date above, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches the Company before the expiry of this period.

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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 and article 35 of the articles of association of the Company, Stephen Bradshaw, being a Member with not less than 5% of the total voting rights of the Company propose that the following resolutions be passed as special and ordinary resolutions (**Resolutions**).

Special Resolution

It is resolved that:

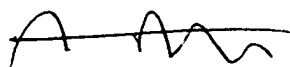
- 1 Having received the prior consent of the Secretary of State for Education, the amended articles of association attached to this resolution (the **New Articles**) be adopted with immediate effect as the articles of association of the Company and in substitution for, and to the exclusion of, the existing articles of association.

Ordinary Resolutions

- 2 It is further resolved that the CEO of the Company be confirmed as a Trustee of the Company under article 57 of the articles of association.

Agreement

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date hereby irrevocably agrees to the Resolutions:



Signed by

[• name of existing member]

Alex Raikes MBE DL.

Date

Friday 3rd December 2021

Signed by

[• name of existing member]

.....

Date

.....

Signed by

[• name of existing member]

.....

Date

.....



Notes

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company. You can return it to the Company by:
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