

Company number: 03855274

PRIVATE LIMITED COMPANY

RESOLUTIONS

of

OPENDEMOCRACY LIMITED

(the “Company”)

(circulated on May 20, 2021 (the “Circulation Date”))

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the director(s) of the Company propose that the following resolution is passed as a special resolution (“Special Resolution”) by the shareholders of the Company:

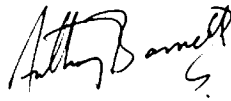
SPECIAL RESOLUTION

1. THAT 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 signifying your agreement to the Special Resolution.

The undersigned, being the Secretary of The OpenDemocracy Foundation For The Advancement of Global Education (the “Shareholder” of) the Company entitled to vote on the above resolution on the Circulation Date and having been supplied with a copy of the documents listed in these resolutions, hereby irrevocably agrees to the Special Resolution.

A handwritten signature in black ink, appearing to read 'Anthony Barnett', with a stylized flourish at the end.

Signed by

Anthony Barnett

for and on behalf of
the Shareholder

Date: 20 May 2021

NOTES:

1. You can choose to agree to all of the Special Resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.

If you do not agree to all of the resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. The resolutions will lapse if not passed by the date that is 28 days after the Circulation Date. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.
4. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.