

Circulation Date: 25th October 2022

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COMPANIES HOUSE

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY GUARANTEE
WRITTEN SPECIAL RESOLUTION¹

of

PHOENIX LEARNING ALLIANCE (the "Company")

Company No: 07530418

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 written 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 the articles of association attached to this written special 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 to the written special resolution.

The undersigned, entitled to vote on the above resolutions, hereby irrevocably agree to the written special resolution.

Print name

PETER ANTILL

Date

25th October 2022

Signed

¹Resolution passed pursuant to Article 35 of the Company's articles of association and the Companies Act 2006.

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The undersigned, entitled to vote on the above resolutions, hereby irrevocably agree to the written special resolution.

Print name IAN BROTHERTON
Date 9/11/2022
Signed [Signature]

¹Resolution passed pursuant to Article 35 of the Company's articles of association and the Companies Act 2006.

Print name
Date
Signed

Print name
Date
Signed

Print name
Date
Signed

Print name
Date
Signed

Notes:

1. This written special 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 written special resolution will lapse.
3. A member signifies agreement by signing the written special resolution or by sending a document to the Company (which can be a scan or a fax of the signed written special resolution) identifying the written special resolution and indicating agreement.

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AGREEMENT

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The undersigned, entitled to vote on the above resolutions, hereby irrevocably agree to the written special resolution.

Print name Patricia Norris
Date 6th November 2022
Signed Pat Norris.....

¹Resolution passed pursuant to Article 35 of the Company's articles of association and the Companies Act 2006.

Print name

Date

Signed

Print name

Date

Signed

Print name

Date

Signed

Print name

Date

Signed

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of

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AGREEMENT

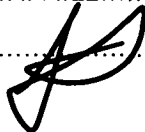
Please read the notes at the end of this document before signing your agreement to the written special resolution.

The undersigned, entitled to vote on the above resolutions, hereby irrevocably agree to the written special resolution.

Print nameIan Arkell.....

Date1/11/22.....

Signed



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Print name

Date

Signed

Print name

Date

Signed

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