

Company number 07917745

The Companies Act 2006

Company limited by guarantee

Written Resolutions

Applecroft School

Circulation Date: 10th October 2023 (the Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 and article 35 of the articles of association of the Company, the directors of Applecroft School (**Company**) propose that the following resolutions be passed as special and ordinary resolutions (**Resolutions**).

Special Resolutions

It is resolved that:

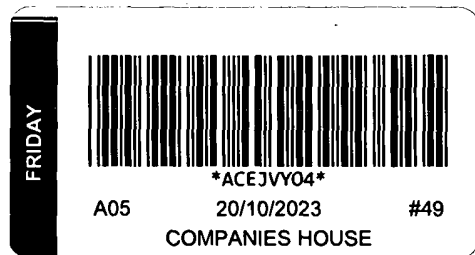
1. with the prior approval of the Secretary of State for Education, the amended articles of association attached to this resolution (the **New Articles**) be adopted with immediate effect as the articles of association of the Company and in substitution for, and to the exclusion of, the existing articles of association;
2. with effect from the adoption of the New Articles in accordance with Resolution 1, Louise Gardner is re-designated as a member of the Company under article 15A;
3. with effect from the adoption of the New Articles in accordance with Resolution 1, the following individuals are appointed as members of the Company under article 15A:
 - Jenny Fennell;
 - Chris Hailey; and
 - Geraldine Rockall.

Ordinary Resolutions

It is resolved that, with effect from the adoption of the New Articles in accordance with Resolution 1:

4. the following Trustees are re-designated as Member-appointed Trustees under article 50 of the New Articles:
 - Lisa Bright;
 - Barbara Crawford;
 - Ben Kirby;
 - Stephen Williams; and
 - Elizabeth Wilson;

and it is resolved that this re-designation does not trigger a new term of office and that their terms of office will continue to run from the date on which their most recent term of office commenced.



5. the following Trustees are re-designated as Co-Opted Trustees under article 58 of the New Articles:

- Nigel Gallacher; and
- Paul Wyatt;

and it is resolved that this re-designation does not trigger a new term of office and that their terms of office will continue to run from the date on which their most recent term of office commenced.

6. Lisa Withe, the CEO of the Company, is appointed as a Trustee of the Company under article 57.

It is noted that the following Trustees are confirmed as Parent Trustees under articles 53-56B of the New Articles:

- Christopher Clarke;
- Claire Coe;
- Louise Gardner;
- Antonios Kanellopoulos;
- Charlene Theophile; and
- Toni Virtanen;

and their terms of office will continue to run from the date on which their most recent term of office commenced.

Agreement

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

The undersigned, the persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

Signed by Louise Gardner

Date



10 OCT 23

Signed by Lisa Withe

Date



10/10/2023

Signed by Claire Coe

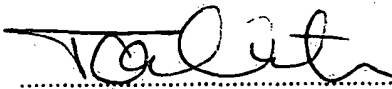
Date



10/10/2023

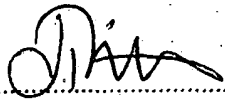
Signed by Toni Virtanen

Date


11/10/2023

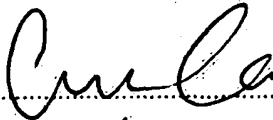
Signed by Lisa Bright

Date


10/10/23

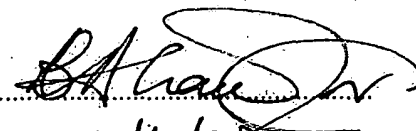
Signed by Christopher Clarke

Date


10/10/23


Signed by Barbara Crawford

Date


10/10/23

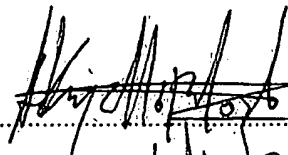
Signed by Nigel Gallacher

Date


10-10-23

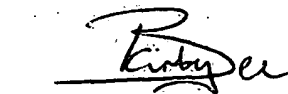
Signed by Antonios Kanellopoulos

Date


10/10/2023

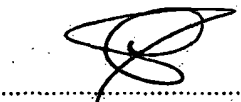
Signed by Ben Kirby

Date


10/10/2023


Signed by Charlene Theophile

Date


10/10/2023

Signed by Stephen Williams

Date


10.10.2023

Signed by Elizabeth Wilson

Date

EW
10/10/23

Signed by Paul Wyatt

Date

P.D. Wyatt
10/10/23

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:
 - 1.1 hand (by bringing it to the registered office);
 - 1.2 post to the registered office (marked for the attention of Louise Gardner); or
 - 1.3 email to louise.gardner@applecroft.herts.sch.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, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches the Company before the expiry of this period.