

Company Number: 08150106

THE COMPANIES ACT 2006

A PRIVATE COMPANY LIMITED BY GUARANTEE

WRITTEN RESOLUTION

of

ATHENA LEARNING TRUST (the Company)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions:

SPECIAL RESOLUTION

That on the passing of this resolution the articles of association attached to this written resolution are adopted as the new articles of association of the Company to the exclusion of, and in substitution for, the existing articles of association of the Company.

AGREEMENT TO THE RESOLUTION

Please read the notes at the end of this document before signifying your agreement to the resolution.

The undersigned, being a person entitled to vote on the above resolution on the date of circulation by the Company, irrevocably votes in favour of it.

Signature: **Les Kennedy**

Name: Les Kennedy

Date: 13th October 2023

Signature:

Name:

Date:

Signature:

Name:

Date:

Signature:

Name:

Date:

Notes

1. The date of circulation of the attached resolution is 27 September 2023. Unless the resolution is passed before the end of the period 28 days beginning with that date, it will lapse.
2. Please indicate your agreement to the resolution by signing and dating this document where indicated above and returning it to the Company by using one of the following delivery methods:
 - By hand: delivering the signed copy to: Georgina Fahey, Dunheved House, Launceston, Cornwall, PL15 9FB
 - Post: returning the signed copy by post to: Georgina Fahey, Dunheved House, Launceston, Cornwall, PL15 9FB
 - Email: by attaching a scanned copy of the signed document to an email and sending it to: gfahey@athenalearningtrusts.co.uk Please type "*Written resolutions dated 27/9/23*" in the email subject box (this is for audit purposes).
3. If you do not support the resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
4. Once you have indicated your agreement to the resolution, you may not withdraw your agreement.
5. 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