

Company Number: 07523507

PRIVATE COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL
WRITTEN RESOLUTION

of
RED KITE LEARNING TRUST (the "Company")

Circulated on 7th August 2018 ("Circulation Date")

Under Chapter 2 of Part 13 of the Companies Act 2006 ("Act"), the directors of the Company propose that the resolution below is passed as a special resolution ("Resolution").

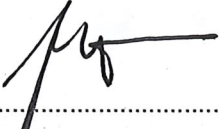
SPECIAL RESOLUTION

THAT, the draft Articles of Association attached hereto be adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association.

AGREEMENT

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

The undersigned, being the members of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution.

Signed by 

Bob Stott

Date 15/08/.....2018

Signed by

Peter Hall Jones

Date2018

Signed by

Sandra Dodson

Date2018

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post or by email to James MacFarlane of Stone King LLP at Stone King LLP, Thirty Station Road, Cambridge, CB1 2RE (jamesmacfarlane@stoneking.co.uk). If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.
3. Unless, by 28 days from the Circulation Date, sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.