

COMPANY No. 07899845

**A MEMBER'S REQUISITION PURSUANT TO SECTION 292 OF THE COMPANIES ACT 2006 FOR A WRITTEN RESOLUTION OF:**

**HERSCHEL GRAMMAR SCHOOL (the "Company")**

Pursuant to section 292 of the Companies Act 2006, I, EDWARD JOHN, being a member of the Company holding not less than 5% of the voting rights of the Company's membership, hereby require the Company to circulate the following resolutions to be moved as written resolutions of the Company

- 1 *THAT the draft regulations attached to this resolution be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association, and*
- 2 *THAT the name of the company be changed from Herschel Grammar School to The Schelwood Trust*
- 3 *That the Directors of the Company file the revised Articles at Companies House within 15 days of the above resolution*

*E. J.*

SIGNATURE OF MEMBER

*EDWARD JOHN*

NAME OF MEMBER

*18/7/16*

DATE

THURSDAY



\*A5BP4MAQ\*  
A10 21/07/2016 #301  
COMPANIES HOUSE

**COMPANY No. 07899845**

**A PRIVATE COMPANY LIMITED BY GUARANTEE**

**WRITTEN RESOLUTIONS OF:**

**HERSCHEL GRAMMAR SCHOOL (the "Company")**

**CIRCULATION DATE:** 18/7/16

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company have received a requisition from members holding not less than 5% of the voting rights of the Company's membership and accordingly propose that

- resolutions 1 and 2 below are passed as a special resolution ("**Special Resolutions**"), and
- resolution 3 below is passed as an ordinary resolution ("**Ordinary Resolution**")

**SPECIAL RESOLUTIONS**

- 1 *THAT the draft regulations attached to this resolution be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association*
- 2 *THAT the name of the company be changed from Herschel Grammar School to The Schelwood Trust*

**ORDINARY RESOLUTION**

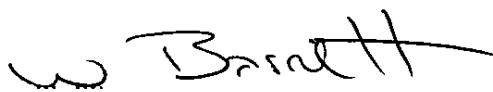
- 3 *THAT the directors of the Company file the revised Articles of Association at Companies House within 15 days of the above resolution*

**AGREEMENT**

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

The undersigned, a person entitled to vote on the above resolutions on 18/7/16, hereby irrevocably agrees to the Special Resolutions and Ordinary Resolution

Signed by



Date

18/7/16

## NOTES

1 You can choose to agree to both the Special Resolutions and the Ordinary Resolution or neither of them but you cannot agree to only one 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 using one of the following methods

- **By hand:** to Anna Shadbolt of Winckworth Sherwood LLP
- **Post** returning the signed copy by post to

Anna Shadbolt  
Winckworth Sherwood LLP  
Minerva House  
5 Montague Close  
London  
SE1 9BB

- **Fax:** faxing the signed copy to 020 7593 5099 marked "For the attention of Anna Shadbolt"
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [ashadbolt@wslaw.co.uk](mailto:ashadbolt@wslaw.co.uk). Please enter "Written resolutions" in the e-mail subject box

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 Unless, by \_\_\_\_\_, 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 us before or during this date

4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members

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

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**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company Number 7899845

The Registrar of Companies for England and Wales hereby certifies that under the Companies Act 2006:

**HERSCHEL GRAMMAR SCHOOL**

a company incorporated as private limited by guarantee; having its registered office situated in England and Wales; has changed its name to:

**THE SCHELWOOD TRUST**

Given at Companies House on **9th August 2016**



Companies House



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES