

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

BAMBINOS LIMITED (the “Company”)

(Company number: 02908958)

29 September **2023 (the “Circulation Date”)**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions at A below are passed as ordinary resolutions and that the resolution at B below is passed as a special resolution (the “**Resolutions**”):

A – ORDINARY RESOLUTIONS

1. **THAT** each of the 198 issued Ordinary A shares of £1.00 in the capital of the Company held by Jiayi International Education Investment Group Limited be and is hereby redesignated as an ordinary share of £1.00 in the capital of the Company having the rights and being subject to the restrictions set out in the New Articles.
2. **THAT** each of the 30 issued Ordinary B shares of £1.00 in the capital of the Company held by Jiayi International Education Investment Group Limited be and is hereby redesignated as an ordinary share of £1.00 in the capital of the Company having the rights and being subject to the restrictions set out in the New Articles.
3. **THAT** each of the 5 issued Ordinary C shares of £1.00 in the capital of the Company held by Jiayi International Education Investment Group Limited be and is hereby redesignated as an ordinary share of £1.00 in the capital of the Company having the rights and being subject to the restrictions set out in the New Articles.
4. **THAT** each of the 5 issued Ordinary D shares of £1.00 in the capital of the Company held by Jiayi International Education Investment Group Limited be and is hereby redesignated as an ordinary share of £1.00 in the capital of the Company having the rights and being subject to the restrictions set out in the New Articles.

B – SPECIAL RESOLUTION

5. **THAT** with effect from the conclusion of the meeting the draft articles of association attached to this resolution (the “**New Articles**”) be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company’s existing articles of association.

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed by **Jiayi International Education
Investment Group Limited**

DocuSigned by:
Chengdeng Cui
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Date

29 September 2023
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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 using one of the following delivery methods:

- By hand: by delivering the signed copy to the director at the Company's registered office;
- By post: by returning the signed copy by post to the director at the Company's registered office; or
- By email: by attaching a scanned copy of the signed document to an email and sending it to xucy@isteplearning.co.uk. Please type "Written Resolution" in the email subject box.

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.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

3. Unless by the date falling 28 days after the Circulation Date, sufficient agreement is received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.