

**ROSEWOOD SCHOOL LIMITED TRADING AS SOLENT SPECIAL
EDUCATION TRUST**

DEED OF VARIATION OF FUNDING AGREEMENT

[] 2022

The Parties to this Deed are:

(1) **The Secretary of State for Education** of Sanctuary Buildings, Great Smith Street, London SW1P 3BT (the "**Secretary of State**");

- and -

(2) **ROSEWOOD SCHOOL LIMITED** trading as Solent Special Education Trust, a charitable company incorporated in England and Wales with registered company number 7667999 whose registered address is at Aldermoor Road, Aldermoor, Southampton, SO16 5NA (the "**Company**").

together referred to as the "**Parties**".

INTRODUCTION

- A. The Parties have entered into a master funding agreement on 11 July 2012 as varied by a Deed of Variation dated 16 May 2014 and a Deed of Variation dated 24 August 2017, a copy of which is contained in Schedule 1, (the "**Existing MFA**").
- B. The Parties have entered into a supplementary funding agreement in respect of Rosewood School on 24 August 2017, a copy of which is contained in Schedule 2 (the "**Existing Rosewood School SFA**");
- C. The Parties have entered into a supplementary funding agreement in respect of the Great Oaks School on 24 August 2017, a copy of which is contained in Schedule 3 (the "**Existing Great Oaks School SFA**"); and
- D. The Parties have agreed to amend and re-state the terms of the Existing MFA, the Existing **Rosewood School SFA** and the Existing **Great Oaks School SFA**, on the terms set out in this Deed.

LEGAL AGREEMENT

- 1. Words, expressions and interpretations used in this Deed shall, unless the context expressly requires otherwise, have the meaning given to them in, and shall be interpreted in accordance with, the Amended Master Funding Agreement (as defined in clause 2 below).
- 2. The Secretary of State and the Company agree that with effect from the date of this Deed, the Existing MFA shall be amended and re-stated in the form of the Master Funding Agreement set out in Schedule 4 (the "**Amended Master Funding Agreement**"). For the avoidance of doubt, the Amended Master Funding Agreement does not terminate or suspend the Existing MFA but further amends and re-states it.
- 3. The Secretary of State and the Company agree that with effect from the date of this Deed, the **Existing Rosewood School SFA** shall be amended and re-stated in the form of the Amended Rosewood School SFA set out in Schedule 5 (the "**Amended Rosewood School SFA**"). For the avoidance of doubt, the Amended Rosewood School SFA does not terminate or suspend the Existing Great Oaks School SFA but further amends and re-states it.

4. The Secretary of State and the Company agree that with effect from the date of this Deed, the Existing Great Oak School SFA shall be amended and re-stated in the form of the Amended Great Oaks School SFA set out in Schedule 6 (the "**Amended Great Oaks School SFA**"). For the avoidance of doubt, the Amended Rosewood School SFA does not terminate or suspend the Existing Great Oaks School SFA but further amends and re-states it.

GOVERNING LAW AND JURISDICTION

3. This Deed, and any dispute or claim arising out of or in connection with it, its subject matter or formation (including non-contractual disputes or claims) shall be governed by and interpreted in accordance with the law of England and Wales.
4. The Parties irrevocably agree that the courts of England and Wales shall have exclusive jurisdiction to settle any dispute or claim that arises out of, or in connection with, this deed or its subject matter or formation (including non-contractual disputes or claims).

COUNTERPARTS

5. This Deed may be executed in any number of counterparts and by the parties to it on separate counterparts, each of which when so executed and delivered shall be an original, but all the counterparts shall together constitute one and the same instrument.

IN WITNESS whereof this Deed has been executed by the parties hereto and is intended to be and is hereby delivered on the last date listed below.

EXECUTED as a deed by affixing the corporate)
seal of the **Secretary of State for Education**)
authenticated by:-)

.....
Duly authorised by the Secretary of State for Education

Date.....

EXECUTED as a deed by
Rosewood School Limited
acting by:

.....
Director

Print name.....

Date.....

Witnessed by

Signature

Full name.....

Address.....

Occupation.....

Schedule 1

Existing MFA

Schedule 2
Existing Rosewood School SFA

Schedule 3

Existing Great Oaks School SFA

Schedule 4

Amended Master Funding Agreement

Schedule 5

Amended Rosewood School SFA

Schedule 6

Amended Great Oaks School SFA