

THE APOLLO GROUP OF COMPANIES LIMITED

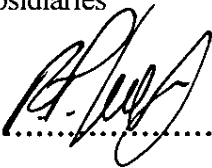
COMPANY NUMBER 02988255

ORDINARY RESOLUTION

Majority of the members of the above-named company ("the Company") entitled to receive notice of and attend and vote at General Meetings of the Company, make the following resolution which shall have force and effect as an Ordinary Resolution and which shall, in accordance with section 288 of the Companies Act 2006, be as valid and effective as if the same had been duly passed at a General Meeting of the Company duly convened and held

ORDINARY RESOLUTION

"THAT the Article 14 of the amended Articles of Association of the Company preventing a director with an interest in a transaction being counted towards the quorum shall not apply in respect of the transactions being proposed for the corporate reorganisation of the structure of this Company and its subsidiaries"



Richard Paul Lundy

.....21/10/2016.....

Date

