

No 05560466

THE COMPANIES ACT 2006

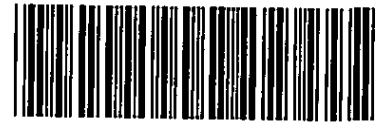
WRITTEN RESOLUTION

Of

TSL EDUCATION FINANCE LIMITED

(the "Company")

TUESDAY



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30/08/2016

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COMPANIES HOUSE

Circulation date 30th August 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the Directors of the Company propose that the following resolution (the "**Resolution**") be passed as a special resolution

SPECIAL RESOLUTION

1. Reduction in Share Capital

THAT the share capital of the Company be reduced by the sum of £70,822,429 1775, by the reduction in the nominal value of the 70,822,500 Ordinary Shares of £1 00 each to £0 000001 each, resulting in a total nominal value of £70 8225

The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution

TSL Education Holdings Limited

Date 30th August 2016