

Special Resolutions
of
Ely Porta Language School, Limited

At an EXTRAORDINARY GENERAL MEETING of the above-named company held at 100 Columbine Road, Ely CB6 3WN, on 04/04/2011, the following SPECIAL RESOLUTIONS were duly passed

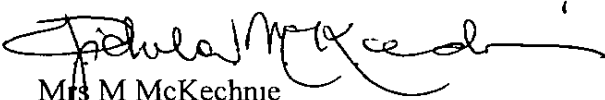
- 1 That the company's Articles of Association be amended to include the following additional clause

"SHARE CLASS RIGHTS

- 22(3) The holder(s) of the majority of 'A' Ordinary Shares in the company shall have the right to appoint up to 5 directors to the company's Board of Directors. The holder(s) of the majority of 'B' Ordinary Shares in the company shall not have any rights in relation to appointing directors to the company's Board of Directors. The Board, in its absolute discretion, has the right to declare and pay different rates of dividend on different classes of share. In all other respects, the shares rank pari passu."
- 2 Pursuant to the special resolution passed previously in this Extraordinary General Meeting, that the company's current shareholdings be re-designated as follows
- Mrs M McKechnie holding of 1 Ordinary Shares to be re-designated as a holding of 1 'A' Ordinary Share

For the sake of clarity, it was noted that each shareholder's interest in the company would be exactly the same after this restructuring as before it

By order of the Board


Mrs M McKechnie
Chairman

MONDAY



A62FCUY1

A25

13/06/2011

150

COMPANIES HOUSE