

FUTURELEARN LIMITED (the "Company")

Company Number: 08324083

Written resolution of the sole shareholder of the Company

Circulation Date: 7 February 2023

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

SPECIAL RESOLUTION

IT IS RESOLVED THAT with immediate effect the Articles of Association of the Company shall be replaced in their entirety by the articles of association attached as Schedule 1 hereto.

AGREEMENT

Before signifying your agreement to the Resolution, please read the notes at the end of this document.

The undersigned, a person or entity entitled to vote on the Resolution on 7 February 2023, hereby irrevocably agrees to the Resolution.

By Valery Kisilevsky
for and on behalf of GAH Education Holding Limited

Date: 7 February 2023

NOTES:

1. Please indicate whether you wish to vote for the Resolution by signing and dating this document where indicated above and return it to the Company.
2. If you do not agree to the Resolution, you do not need to do anything; you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless, by midnight on the date which is 28 days from the date first stated above, sufficient agreement has been received for a Resolution to pass, that Resolution will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before this time.
5. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.