

Company Number 07285370

**EDU UK BIDCO LIMITED**

(the "Company")

**SHAREHOLDER'S WRITTEN RESOLUTION**

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10 DECEMBER 2014 (the "Circulation Date")


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

**SPECIAL RESOLUTION**

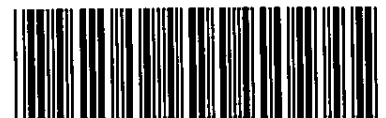
THAT the name of the Company be changed to "EDU UK Management Services Limited"

Please read the Notes at the end of this document before signifying your agreement to the Resolution below

**BY ORDER OF THE BOARD**

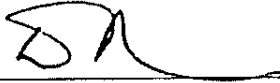


David Leigh, Director



## AGREEMENT

WE THE UNDERSIGNED, being the sole member of the Company entitled to vote on the Resolutions on the Circulation Date HEREBY IRREVOCABLY AGREE to the Resolution



Dated 10 DECEMBER 2014

Duly authorised signatory  
for and on behalf of  
EDU UK Intermediate Limited

## NOTES

- 1 To signify your agreement to the Resolution you should sign and date this document where indicated above and return it to the Company by returning the signed copy by hand or by post to any Director of the Company or the Company Secretary or attaching a scanned copy of the signed document to an e-mail and sending it to any Director of the Company or the Company Secretary
- 2 Once you have signified your agreement to the Resolution, you may not revoke your agreement
- 3 Unless, by the 28th day following the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 A copy of this document was sent to the Company's auditors on the Circulation Date



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company Number 7285370

The Registrar of Companies for England and Wales hereby certifies that  
under the Companies Act 2006:

**EDU UK BIDCO LIMITED**

a company incorporated as private limited by shares; having its registered  
office situated in England and Wales; has changed its name to:

**EDU UK MANAGEMENT SERVICES LIMITED**

Given at Companies House on **7th January 2015**



**Companies House**



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**