

**Return of Allotment of Shares**Company Name: **FUTURELEARN LIMITED**Company Number: **08324083**Received for filing in Electronic Format on the: **09/07/2015**

X4B91C01

Shares Allotted (including bonus shares)

| Date or period during which shares are allotted | From | To |
|--|-------------------|-------------------|
| | 25/03/2015 | 25/06/2015 |

| | | | |
|-------------------------|------------|-----------------------------|----------------|
| Class of Shares: | ORD | Number allotted | 1900000 |
| Currency: | GBP | Nominal value of each share | 1 |
| | | Amount paid: | 1900000 |
| | | Amount unpaid: | 0 |

Non-cash consideration

ONE SHARE EQUALS ONE VOTE, EACH HAVING RIGHTS TO DIVIDENDS. SO LONG AS THERE ARE NO RIGHTS ATTACHED TO SHARES ON WINDING-UP ETC OR REDEMPTION RIGHTS.

Statement of Capital (Share Capital)

| | | | |
|------------------|-----|--------------------------|----------|
| Class of Shares: | ORD | Number allotted | 11400000 |
| Currency: | GBP | Aggregate nominal value: | 11400000 |
| | | Amount paid per share | 1 |
| | | Amount unpaid per share | 0 |

Prescribed particulars

ONE SHARE EQUALS ONE VOTE, EACH HAVING RIGHTS TO DIVIDENDS. SO LONG AS THERE ARE NO RIGHTS ATTACHED TO SHARES ON WINDING-UP ETC OR REDEMPTION RIGHTS.

Statement of Capital (Totals)

| | | | |
|-----------|------------|--------------------------------|-----------------|
| Currency: | GBP | Total number of shares: | 11400000 |
| | | Total aggregate nominal value: | 11400000 |

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.