

**STUDY GROUP UK LIMITED**  
**(the 'Company')**

Minutes of a meeting of the board of directors of the Company held at 1 Billinton Road, Brighton, East Sussex BN1 4LF on 20 December 2019 at 2.45 pm

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Present: Gordon Anthony Bull  
Michael John Everett  
James Henry Pitman  
Emma Voirrey Lancaster



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**1. CHAIRPERSON**

Gordon Anthony Bull was appointed Chairman of the meeting.

**2. NOTICE AND QUORUM**

The Chairman reported that due notice of the meeting had been given and that a quorum was present. Accordingly, the Chairman declared the meeting open.

**3. BUSINESS OF THE MEETING**

The Chairman reported that the business of the meeting was to consider and, if thought fit, approve two written special resolutions in the form presented to the meeting to change the name of Bellerbys Educational Services Limited to Study Group Limited and change the name of Study Group Limited to Bellerbys Educational Services Limited respectively (the '**Written Resolutions**').

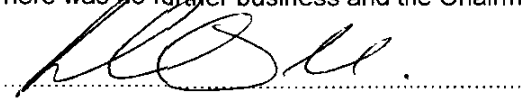
**4. WRITTEN RESOLUTIONS**

**4.1 IT WAS RESOLVED to:**

- (a) approve the Written Resolutions in the form produced to the meeting;
- (b) authorise Michael John Everett to sign the Written Resolutions in his capacity as a director of the sole member of Bellerbys Educational Services Limited and Study Group Limited respectively; and
- (c) return the Written Resolutions to the company secretary of Bellerbys Educational Services Limited and Study Group Limited respectively.

**5. CLOSE**

There was no further business and the Chairman declared the meeting closed.

A handwritten signature in black ink, appearing to be "H. B. L.", is written over a horizontal dotted line.

Chairman