



Registration of a Charge

Company Name: **PROTOCOL EDUCATION LIMITED**

Company Number: **02926583**



Received for filing in Electronic Format on the: **06/08/2021**

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Details of Charge

Date of creation: **30/07/2021**

Charge code: **0292 6583 0012**

Persons entitled: **GLAS TRUST CORPORATION LIMITED (AS SECURITY TRUSTEE FOR ITSELF AND THE OTHER SECURED PARTIES (AS DEFINED WITHIN THE INSTRUMENT))**

Brief description: **THE INTELLECTUAL PROPERTY AS DESCRIBED AGAINST THE NAME OF THE COMPANY AT SCHEDULE 5 TO THE INSTRUMENT INCLUDING, BUT NOT LIMITED TO, THE TRADEMARKS WITH TM NUMBERS UK0003048559, 2375445 AND 2375446. FOR MORE INFORMATION, PLEASE REFER TO THE INSTRUMENT.**

Contains fixed charge(s).

Contains floating charge(s) (floating charge covers all the property or undertaking of the company).

Contains negative pledge.

Authentication of Form

This form was authorised by: **a person with an interest in the registration of the charge.**

Authentication of Instrument

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S.859G OF THE COMPANIES ACT 2006 THE ELECTRONIC**

COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL INSTRUMENT SIGNED BY (I) THE PARTIES TO IT (EXCEPT FOR PERSONNEL HOLDINGS LIMITED) USING THEIR ELECTRONIC SIGNATURE AND (II) PERSONNEL HOLDINGS LIMITED USING THEIR WET INK SIGNATURE.

Certified by:

DECHERT LLP



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 2926583

Charge code: 0292 6583 0012

The Registrar of Companies for England and Wales hereby certifies that a charge dated 30th July 2021 and created by PROTOCOL EDUCATION LIMITED was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 6th August 2021 .

Given at Companies House, Cardiff on 10th August 2021

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House



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

EXECUTION VERSION

Security Accession Deed

THIS SECURITY ACCESSION DEED is made on 30 July 2021.

BETWEEN:

- (1) EACH COMPANY LISTED IN SCHEDULE 1 TO THIS SECURITY ACCESSION DEED (each a "New Chargor" and together, the "New Chargors"); and
- (2) GLAS TRUST CORPORATION LIMITED as security trustee for itself and the other Secured Parties (the "Security Agent").

RECITAL:

This deed is supplemental to a debenture dated 25 May 2021 between, inter alia, the Chargors named therein and the Security Agent, as previously supplemented and amended by earlier Security Accession Deeds (if any) (the "Debenture").

NOW THIS DEED WITNESSES as follows:

1. INTERPRETATION

1.1 Definitions

Terms defined in the Debenture have the same meaning when used in this deed.

1.2 Construction

Clause 1.2 (Construction) of the Debenture will be deemed to be set out in full in this deed, but as if references in that clause to the Debenture were references to this deed.

2. ACCESSION OF NEW CHARGORS

2.1 Accession

Each New Chargor agrees to be a Chargor for the purposes of the Debenture with immediate effect and agrees to be bound by all of the terms of the Debenture as if it had originally been a party to it as a Chargor.

2.2 Covenant to Pay

Each New Chargor as primary obligor covenants with the Security Agent (for the benefit of itself and the other Secured Parties) that it will pay, discharge and satisfy the Secured Obligations when they fall due for payment and discharge in accordance with their respective terms.

2.3 Fixed Charges

Each New Chargor, as security for the payment and discharge of the Secured Obligations, charges in favour of the Security Agent with full title guarantee all of its right, title and interest in the

EXECUTION VERSION

following assets, both present and future, from time to time owned by it or in which it has an interest and, in each case, all Related Rights:

- (a) by way of first legal mortgage, all Material Property (including as specified in schedule 2 (Property)); and
- (b) by way of first fixed charge:
 - (i) all other interests (not effectively charged under clause 2.3(a)) in the Material Property;
 - (ii) all Subsidiary Shares (including as specified in schedule 3 (Subsidiary Shares));
 - (iii) all Investments (other than the Subsidiary Shares);
 - (iv) all Equipment;
 - (v) all Book Debts;
 - (vi) all Blocked Accounts (including as specified in schedule 4 (Blocked Accounts));
 - (vii) all Intellectual Property (including as specified in schedule 5 (Intellectual Property));
 - (viii) its goodwill and uncalled capital; and
 - (ix) to the extent not effectively assigned by clause 2.4 (Security Assignment):
 - (A) the Assigned Agreements;
 - (B) the Insurances; and
 - (C) the Hedging Agreements.

2.4 Security Assignment

As further security for the payment and discharge of the Secured Obligations, each New Chargor assigns absolutely with full title guarantee in favour of the Security Agent all its right, title and interest in the following assets, both present and future, and in each case, all Related Rights:

- (a) the Assigned Agreements (including as specified in schedule 6 (Assigned Agreements));
- (b) the Insurances (including as specified in schedule 7 (Insurance Policies)); and
- (c) the Hedging Agreements,

provided that on payment or discharge in full of the Secured Obligations the Security Agent will at the request and cost of the New Chargor re-assign the relevant rights, title and interest in the assigned assets to the New Chargor (or as it shall direct).

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2.5 Fixed Security

Clause 2.3 (Fixed Charges) and clause 2.4 (Security Assignment) shall be construed as creating a separate and distinct mortgage, fixed charge or security assignment over each relevant asset within any particular class of assets specified in this deed. Any failure to create effective fixed security (for whatever reason) over an asset shall not affect the fixed nature of the security on any other asset, whether within the same class of assets or not.

2.6 Floating Charge

As further security for the payment and discharge of the Secured Obligations, each New Chargor charges with full title guarantee in favour of the Security Agent by way of first floating charge all its assets, both present and future, not effectively charged by way of first fixed charge under clause 2.3 (Fixed Charges) or assigned under clause 2.4 (Security Assignment) and, in each case, all Related Rights.

3. INCORPORATION INTO DEBENTURE

The Debenture and this deed shall be read together as one instrument on the basis that references in the Debenture to "this deed" will be deemed to include this deed.

4. NOTICES

Each New Chargor confirms that its address details for notices in relation to clause 37.2 (Addresses) of the Facilities Agreement are as follows:

Address: 99 Bridge Road East, Welwyn Garden City, Hertfordshire, AL7 1GL
Email: jonathan.robback@teachingpersonnel.com
Attention: Jonathan Roback

5. LAW

This deed and any dispute, controversy, proceedings or claims of whatever nature arising out of or in any way relating to this deed (including any non-contractual disputes or claims) shall be governed by, and construed in accordance with, English law.

IN WITNESS whereof this deed has been duly executed and delivered on the date first above written.

EXECUTION VERSION**SCHEDULE 1
New Chargors**

New Chargors	Registration Number
Arthur Topco Limited	08875170
Arthur Midco 1 Limited	08886704
Arthur PIKco Limited	08918325
Arthur Midco 2 Limited	08886782
Supporting Education Group Limited	08886715
Protocol Education Limited	02926583
Teaching Personnel Limited	03225158
Education Personnel Holdco Limited	07315041
Education Personnel Bidco Limited	07315069
Teaching Personnel Holdings Limited	06287318
Personnel Holdings Limited	04127840
Fleet Education Services Limited	04904364
Best Practice Network Limited	04472661
Best Practice Network Holdings Limited	07134079
Judicium Education Ltd	08703545
Judicium Consulting Limited	03926056
School Business Services Ltd.	06443524
Education Services Solutions Limited	10112564
3BM Education Services Limited	12122770
Strictly Education 4S Limited	04889149
Strictly Education Limited	05107810
Fronting The Challenge Projects Limited	03234281

EXECUTION VERSION

SCHEDULE 2

Property

Registered Land

None at the date of this deed.

Unregistered Land

None at the date of this deed.

EXECUTION VERSION

SCHEDULE 3
Subsidiary Shares

New Chargor	Name of company in which shares are held	Class of shares held	Number of shares held	Issued share capital
Arthur Topco Limited	Arthur Midco 1 Limited	Ordinary £1.00 shares	500,000	£500,000.00
Arthur Midco 1 Limited	Arthur PIKCo Limited	Ordinary £1.00 shares	500,000	£500,000.00
Arthur PIKCo Limited	Arthur Midco 2 Limited	Ordinary £1.00 shares	500,000	£500,000.00
Arthur Midco 2 Limited	Supporting Education Group Limited	Ordinary £1.00 shares	500,000	£500,000.00
Supporting Education Group Limited	Education Personnel Holdco Limited	Ordinary £0.01 shares	404,015	£4,040.15
Supporting Education Group Limited	Fleet Education Services Limited	A Ordinary £0.10 shares	20000	£2,300.00
		B Ordinary £0.10 shares	3000	
Supporting Education Group Limited	Fronting The Challenge Projects Limited	Ordinary £1.00 shares	100	£100.00
Supporting Education Group Limited	Best Practice Network Holdings Limited	Ordinary £1.00 shares	265	£895.00
		A Ordinary £1.00 shares	640	
		B Ordinary £1.00 shares	30	
		C Ordinary £1.00 Shares	60	
Supporting Education Group Limited	Judicium Education Ltd	Ordinary £1.00 Shares	2,874	£606,124.00
		B Ordinary £1.00 Shares	603,250	
Supporting Education Group Limited	School Business Services Ltd.	Ordinary £0.10 Shares	30	£3.00
Supporting Education Group Limited	Education Services Solutions Limited	A Ordinary £1.00 Shares	418,334	£521,700.00
		B Ordinary £1.00 Shares	5,555	
		C Ordinary £1.00 Shares	21,700	

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New Chargor	Name of company in which shares are held	Class of shares held	Number of shares held	Issued share capital
		D Ordinary £1.00 Shares	76,111	
Supporting Education Group Limited	inTuition Clubs Limited	Ordinary £1.00 Shares	1	£1.00
Fronting The Challenge Projects Limited	Thrive Approach Limited	Ordinary £1.00 Shares	100	£100.00
Education Personnel Holdco Limited	Education Personnel Bidco Limited	Ordinary £1.00 Shares	1	£1.00
Education Personnel Holdco Limited	Education Personnel Share Trust Limited	Ordinary £1.00 Shares	1	£1.00
Education Personnel Bidco Limited	Teaching Personnel Holdings Limited	Ordinary £0.01 Shares	135,000,000	£1,350,000.00
Education Personnel Bidco Limited	Protocol Education Limited	Ordinary £0.001 Shares	852,500	£852.50
Teaching Personnel Holdings Limited	Personnel Holdings Limited	Ordinary £1.00 Shares	1,501,940	£1,501,940.00
Teaching Personnel Holdings Limited	Teaching Personnel Loans Limited	Ordinary £1.00 Shares	1	£1.00
Personnel Holdings Limited	Teaching Personnel Limited	Ordinary £0.50 Shares	200	£100.00
Best Practice Network Holdings Limited	Best Practice Network Limited	Ordinary £1.00 Shares	1	£1.00
Judicium Education Ltd	Judicium Consulting Limited	Ordinary £0.001 Shares	500,000	£500.00
Judicium Education Ltd	Judicium Education Support Services Limited	Ordinary £0.001 Shares	50,000	£50.00
Judicium Education Ltd	Judicium UK Work Permits Limited	Ordinary £1.00 Shares	2	£2.00
Judicium Education Ltd	Judicium School Services Limited	Ordinary £1.00 Shares	100	£100.00
Education Services Solutions Limited	Strictly Education Limited	Ordinary £1.00 Shares	1000	£1,000.00
Education Services Solutions Limited	Strictly Education 4S Limited	A Ordinary £1.00 Shares	801	£1,000.00
		B Ordinary £1.00 Shares	199	
Education Services Solutions Limited	3BM Education Services Limited	Ordinary £1.00 Shares	1	£1.00

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SCHEDULE 4

Charged Accounts

Blocked Accounts				
Account Holder	Account Number	Type – Holding or Mandatory Prepayment	Account Bank	Account bank branch address and sort code
None at the date of this deed.				

Operating Accounts					
Account Holder	Account Number	Sort code	Account Bank	Account bank branch address	Contact person/relationship manager
Best Practice Network Limited	██████95	090720	Santander UK plc	Bridle Road, Bootle, Merseyside, L30 4GB	No named relationship manager.
Best Practice Network Limited	██████08	090720	Santander UK plc	Bridle Road, Bootle, Merseyside, L30 4GB	No named relationship manager.
Best Practice Network Limited	██████68	090222	Santander UK plc	Bridle Road, Bootle, Merseyside, L30 4GB	No named relationship manager.
Best Practice Network Limited	██████98	090222	Santander UK plc	Bridle Road, Bootle, Merseyside, L30 4GB	No named relationship manager.
Best Practice Network Limited	██████87	090720	Santander UK plc	Bridle Road, Bootle, Merseyside, L30 4GB	No named relationship manager.

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Education Support Services Limited	██████45	997800	Barclays Bank UK plc	4th Floor, Apex Plaza, Forbury Road, Reading, RG1 1AX	steve.j.gritt@barclays.com; sam.leckenby@barclays.com
Strictly Education Limited	██████09	997800	Barclays Bank UK plc	4th Floor, Apex Plaza, Forbury Road, Reading, RG1 1AX	steve.j.gritt@barclays.com; sam.leckenby@barclays.com
Strictly Education Limited	██████27	202418	Barclays Bank UK plc	4th Floor, Apex Plaza, Forbury Road, Reading, RG1 1AX	steve.j.gritt@barclays.com; sam.leckenby@barclays.com
Strictly Education Limited	██████07	997875	Barclays Bank UK plc	4th Floor, Apex Plaza, Forbury Road, Reading, RG1 1AX	steve.j.gritt@barclays.com; sam.leckenby@barclays.com
Strictly Education Limited	██████00	997850	Barclays Bank UK plc	4th Floor, Apex Plaza, Forbury Road, Reading, RG1 1AX	steve.j.gritt@barclays.com; sam.leckenby@barclays.com
3BM Education Services Limited	██████52	202418	Barclays Bank UK plc	4th Floor, Apex Plaza, Forbury Road, Reading, RG1 1AX	steve.j.gritt@barclays.com; sam.leckenby@barclays.com
Strictly Education 4S Limited	██████51	160400	The Royal Bank of Scotland plc	Bolton Customer Service Centre, Parklands, De Havilland Way, Bolton, Lancs, BL6 4YU	sudha.panchal@natwest.com
Strictly Education 4S Limited	██████94	160400	The Royal Bank of Scotland plc	Bolton Customer Service Centre, Parklands, De Havilland Way, Bolton, Lancs, BL6 4YU	sudha.panchal@natwest.com
Fleet Education Services Limited	██████63	309379	Lloyds Bank Plc	25 Gresham Street, London, EC2V 7HN	Kim Collins kim.collins@lloydsbanking.com

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Fleet Education Services Limited	68	309379	Lloyds Bank Plc	25 Gresham Street, London, EC2V 7HN	Kim Collins kim.collins@lloydsbanking.com
Fleet Education Services Limited	60	309379	Lloyds Bank Plc	25 Gresham Street, London, EC2V 7HN	Kim Collins kim.collins@lloydsbanking.com
Fronting the Challenge Projects Limited	67	233343	Aldermore Bank plc	Apex Plaza, Forbury Road, Reading RG1 1 AX	No named relationship manager.
Fronting the Challenge Projects Limited	87	404424	HSBC Bank plc	7 Palace Avenue Paignton TQ3 3ED	No named relationship manager.
Fronting the Challenge Projects Limited	79	404424	HSBC Bank plc	7 Palace Avenue Paignton TQ3 3ED	No named relationship manager.
Fronting the Challenge Projects Limited	72	400290	HSBC Bank plc	7 Palace Avenue Paignton TQ3 3ED	No named relationship manager.
Fronting the Challenge Projects Limited	00	236247	Hampshire Trust Bank plc	55 Bishopsgate, London EC2N 3AS	No named relationship manager.
Fronting the Challenge Projects Limited	70	300151	United Trust Bank Limited	One Ropermaker Street London EC2Y 9AW	No named relationship manager.
Judicium Consulting Limited	91	400327	HSBC Bank plc	210 High Holborn London WC1V 7HD	asmita.dhaktode@hsbc.com


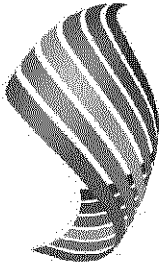

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Judicium Consulting Limited	██████13	400327	HSBC Bank plc	210 High Holborn London WC1V 7HD	asmita.dhaktode@hsbc.com
Judicium Education Limited	██████49	400629	HSBC Bank plc	210 High Holborn London WC1V 7HD	asmita.dhaktode@hsbc.com
Protocol Education Limited	██████29	301553	Lloyds Bank plc	28 Secklow Gate West, Milton Keynes, MK9 3EH	Kim Collins kim.collins@lloydsbanking.com
School Business Services Ltd.	██████16	309673	Lloyds Bank plc	101 High Street, Poole, BH15 1AJ	Kim Collins kim.collins@lloydsbanking.com
Supporting Education Group Limited	██████06	301553	Lloyds Bank plc	28 Secklow Gate West, Milton Keynes, MK9 3EH	Kim Collins kim.collins@lloydsbanking.com
Teaching Personnel Limited	██████03	301553	Lloyds Bank plc	28 Secklow Gate West, Milton Keynes, MK9 3EH	Kim Collins kim.collins@lloydsbanking.com



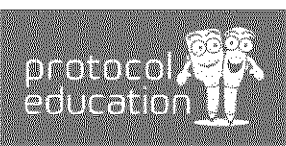

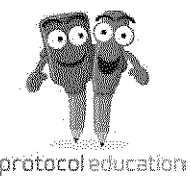
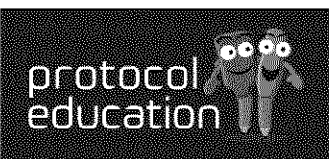

EXECUTION VERSION**SCHEDULE 5****Intellectual Property****Part 5A – Trade marks**

Proprietor/ADP number	TM number	Jurisdiction/ apparent status	Classes	Mark text
Strictly Education Limited	UK00003529220	UK	41	EduPeople
School Business Services Ltd.	UK00003018470	UK	9, 36	SBS Online – your budget in safe hands
School Business Services Ltd.	UK00003018515	UK	9, 36	
Protocol Education Limited	UK0003048559	UK	35	
Fronting The Challenge Projects Limited	UK0003360644	UK	9, 16, 25, 41, 42, 44	Thrive-Online and Thrive Online
Fronting The Challenge Projects Limited	UK0003329826	UK	9, 16, 25, 41, 44	Thrive Licensed Trainer

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Proprietor/ADP number	TM number	Jurisdiction/ apparent status	Classes	Mark text
Fronting The Challenge Projects Limited	UK00003287824	UK	9, 16, 25, 41, 44	Thrive Licensed Practitioner
Best Practice Network Limited	UK00003187413	UK	9, 16, 25, 41, 42, 44	
Best Practice Network Limited	UK00003187391	UK	41	Outstanding Leaders Partnership
Fleet Education Services Limited	UK00911652674	UK	9, 16, 35, 41	Fleet Tutors
Fronting The Challenge Projects Limited	UK00003360860	UK	9, 16, 25, 41, 42, 44	Community Thrive
Fronting The Challenge Projects Limited	UK00003038453	UK	9, 16, 25, 41, 44	
Fleet Education Services Limited	UK00002222025	UK	35	FLEET TUTORS
Protocol Education Limited / 0856390001	2375445	UK	35	

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Proprietor/ADP number	TM number	Jurisdiction/ apparent status	Classes	Mark text
Protocol Education Limited / 0856390001	2375446	UK	35	
Protocol Education Limited / 0856390001	3048559	UK	35	
Protocol Education Limited / 0856390001	3048559	UK	35	
Protocol Education Limited / 0856390001	3048559	UK	35	
Protocol Education Limited / 0856390001	3048559	UK	35	
Protocol Education Limited / 0856390001	3048559	UK	35	
Protocol Education Limited / 0856390001	3048559	UK	35	

EXECUTION VERSION**Part 5B****Registered Domain Names**

Domain	Company	Domain registrar
consentservice.co.uk	Arthur Bidco Ltd	Names.co.uk
consentservice.com	Arthur Bidco Ltd	Names.co.uk
consentservice.net	Arthur Bidco Ltd	Names.co.uk
in-tuition.club	Arthur Bidco Ltd	Names.co.uk
in-tuition.education	Arthur Bidco Ltd	Names.co.uk
in-tuition.london	Arthur Bidco Ltd	Names.co.uk
intuitionathome.co.uk	Arthur Bidco Ltd	Names.co.uk
intuitionathome.com	Arthur Bidco Ltd	Names.co.uk
intuitionathome.london	Arthur Bidco Ltd	Names.co.uk
intuitionathome.net	Arthur Bidco Ltd	Names.co.uk
intuitionathome.org	Arthur Bidco Ltd	Names.co.uk
intuitionathome.uk	Arthur Bidco Ltd	Names.co.uk
intuitionclub.club	Arthur Bidco Ltd	Names.co.uk
intuitionclub.co.uk	Arthur Bidco Ltd	Names.co.uk
intuition-club.co.uk	Arthur Bidco Ltd	Names.co.uk
in-tuitionclub.co.uk	Arthur Bidco Ltd	Names.co.uk
in-tuition-club.co.uk	Arthur Bidco Ltd	Names.co.uk
intuitionclub.com	Arthur Bidco Ltd	Names.co.uk
in-tuitionclub.com	Arthur Bidco Ltd	Names.co.uk
in-tuition-club.com	Arthur Bidco Ltd	Names.co.uk
intuitionclub.education	Arthur Bidco Ltd	Names.co.uk
intuitionclub.london	Arthur Bidco Ltd	Names.co.uk
intuitionclub.uk	Arthur Bidco Ltd	Names.co.uk
intuition-club.uk	Arthur Bidco Ltd	Names.co.uk
in-tuitionclub.uk	Arthur Bidco Ltd	Names.co.uk
in-tuition-club.uk	Arthur Bidco Ltd	Names.co.uk
intuitionclubs.club	Arthur Bidco Ltd	Names.co.uk
intuitionclubs.co.uk	Arthur Bidco Ltd	Names.co.uk
in-tuitionclubs.co.uk	Arthur Bidco Ltd	Names.co.uk
in-tuition-clubs.co.uk	Arthur Bidco Ltd	Names.co.uk
in-tuitionclubs.com	Arthur Bidco Ltd	Names.co.uk
in-tuition-clubs.com	Arthur Bidco Ltd	Names.co.uk
intuitionclubs.education	Arthur Bidco Ltd	Names.co.uk
intuitionclubs.london	Arthur Bidco Ltd	Names.co.uk
intuitionclubs.uk	Arthur Bidco Ltd	Names.co.uk

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Domain	Company	Domain registrar
in-tuitionclubs.uk	Arthur Bidco Ltd	Names.co.uk
in-tuition-clubs.uk	Arthur Bidco Ltd	Names.co.uk
intuition.co.uk	Arthur Bidco Ltd	Names.co.uk
intuition.uk	Arthur Bidco Ltd	Names.co.uk
intuitionclub.co.uk	Arthur Bidco Ltd	Names.co.uk
intuitionclub.com	Arthur Bidco Ltd	Names.co.uk
intuitionclub.uk	Arthur Bidco Ltd	Names.co.uk
intuition.co.uk	Arthur Bidco Ltd	Names.co.uk
intuition.uk	Arthur Bidco Ltd	Names.co.uk
intuitionclub.co.uk	Arthur Bidco Ltd	Names.co.uk
intuitionclub.com	Arthur Bidco Ltd	Names.co.uk
intuitionclub.uk	Arthur Bidco Ltd	Names.co.uk
intuitionclubs.com	Arthur Bidco Ltd	Names.co.uk
intuitionclubs.uk	Arthur Bidco Ltd	Names.co.uk
intuition.co.uk	Arthur Bidco Ltd	Names.co.uk
intuition.com	Arthur Bidco Ltd	Names.co.uk
intuition.uk	Arthur Bidco Ltd	Names.co.uk
myintuition.club	Arthur Bidco Ltd	Names.co.uk
myintuition.co.uk	Arthur Bidco Ltd	Names.co.uk
myintuition.education	Arthur Bidco Ltd	Names.co.uk
myintuition.london	Arthur Bidco Ltd	Names.co.uk
myintuition.uk	Arthur Bidco Ltd	Names.co.uk
mysupplymap.com	Arthur Bidco Ltd	Names.co.uk
supplymap.co.uk	Arthur Bidco Ltd	Names.co.uk
supply-map.com	Arthur Bidco Ltd	Names.co.uk
supplymap.info	Arthur Bidco Ltd	Names.co.uk
supplymap.net	Arthur Bidco Ltd	Names.co.uk
supplymap.uk	Arthur Bidco Ltd	Names.co.uk
supplymaps.co.uk	Arthur Bidco Ltd	Names.co.uk
supplymaps.com	Arthur Bidco Ltd	Names.co.uk
supplymaps.info	Arthur Bidco Ltd	Names.co.uk
supplymaps.net	Arthur Bidco Ltd	Names.co.uk
supplymaps.org	Arthur Bidco Ltd	Names.co.uk
supplymaps.uk	Arthur Bidco Ltd	Names.co.uk
supportingeducationgroup.co.uk	Arthur Bidco Ltd	Names.co.uk
supportingeducationgroup.com	Arthur Bidco Ltd	Names.co.uk
supportingeducationgroup.info	Arthur Bidco Ltd	Names.co.uk
supportingeducationgroup.net	Arthur Bidco Ltd	Names.co.uk
supportingeducationgroup.org	Arthur Bidco Ltd	Names.co.uk

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Domain	Company	Domain registrar
supportingeducationgroup.uk	Arthur Bidco Ltd	Names.co.uk
yourintuition.club	Arthur Bidco Ltd	Names.co.uk
yourintuition.co.uk	Arthur Bidco Ltd	Names.co.uk
yourintuition.education	Arthur Bidco Ltd	Names.co.uk
yourintuition.london	Arthur Bidco Ltd	Names.co.uk
yourintuition.uk	Arthur Bidco Ltd	Names.co.uk
closing-the-gap.co.uk	Protocol Education Ltd	Fasthosts
cover-supervisors.com	Protocol Education Ltd	Fasthosts
dbsforschools.com	Protocol Education Ltd	Fasthosts
narrowingthageap.co.uk	Protocol Education Ltd	Fasthosts
narrowingthageap.com	Protocol Education Ltd	Fasthosts
protocol.ed.co.uk	Protocol Education Ltd	Fasthosts
protocol-ed.com	Protocol Education Ltd	Fasthosts
protocol.ed.net	Protocol Education Ltd	Fasthosts
protocol.education.biz	Protocol Education Ltd	Fasthosts
protocol.education.co	Protocol Education Ltd	Fasthosts
protocol.education.co.uk	Protocol Education Ltd	Fasthosts
protocol-education.co.uk	Protocol Education Ltd	Fasthosts
protocol-education.com	Protocol Education Ltd	Fasthosts
protocol.education.eu	Protocol Education Ltd	Fasthosts
protocol.education.info	Protocol Education Ltd	Fasthosts
protocol.education.ltd.uk	Protocol Education Ltd	Fasthosts
protocol.education.mobi	Protocol Education Ltd	Fasthosts
protocol.education.net	Protocol Education Ltd	Fasthosts
protocol-education.net	Protocol Education Ltd	Fasthosts
protocol.education.org	Protocol Education Ltd	Fasthosts
protocol-education.org	Protocol Education Ltd	Fasthosts
protocol.education.org.uk	Protocol Education Ltd	Fasthosts
protocol-education.org.uk	Protocol Education Ltd	Fasthosts
protocol-education-bristol.com	Protocol Education Ltd	Fasthosts
protocol-education-cambridge.com	Protocol Education Ltd	Fasthosts
protocol-education-careers.com	Protocol Education Ltd	Fasthosts
protocol-education-chelmsford.com	Protocol Education Ltd	Fasthosts
protocol-education-leeds.com	Protocol Education Ltd	Fasthosts
protocol-education-london.com	Protocol Education Ltd	Fasthosts
protocol-education-manchester.com	Protocol Education Ltd	Fasthosts
protocol-education-newcastle.com	Protocol Education Ltd	Fasthosts
protocol-education-nottingham.com	Protocol Education Ltd	Fasthosts
protocol-education-sheffield.com	Protocol Education Ltd	Fasthosts

EXECUTION VERSION

Domain	Company	Domain registrar
protocol-education-watford.com	Protocol Education Ltd	Fasthosts
protocol-education-westmidlands.com	Protocol Education Ltd	Fasthosts
protocol-schools.co.uk	Protocol Education Ltd	Fasthosts
protocol-schools.com	Protocol Education Ltd	Fasthosts
protocolteachers.co.uk	Protocol Education Ltd	Fasthosts
protocol-teachers.co.uk	Protocol Education Ltd	Fasthosts
protocolteachers.com	Protocol Education Ltd	Fasthosts
protocol-teachers.com	Protocol Education Ltd	Fasthosts
pupilsupportprogramme.com	Protocol Education Ltd	Fasthosts
pupil-support-programme.com	Protocol Education Ltd	Fasthosts
schoolstaffcheck.com	Protocol Education Ltd	Fasthosts
springeducation.com	Protocol Education Ltd	Fasthosts
supplyteacherjobs.co.uk	Protocol Education Ltd	Fasthosts
supplyteacherjobs.com	Protocol Education Ltd	Fasthosts
teachingjobsinternational.co.uk	Protocol Education Ltd	Fasthosts
teaching-jobs-international.co.uk	Protocol Education Ltd	Fasthosts
teachingjobsinternational.com	Protocol Education Ltd	Fasthosts
teaching-jobs-international.com	Protocol Education Ltd	Fasthosts
tjiprotocol.co.uk	Protocol Education Ltd	Fasthosts
tji-protocol.co.uk	Protocol Education Ltd	Fasthosts
tjiprotocol.com	Protocol Education Ltd	Fasthosts
tji-protocol.com	Protocol Education Ltd	Fasthosts
ealingleagateway.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
ealingleagateway.com	Teaching Personnel Ltd	CSC Global/Netnames
ealingleagateway.net	Teaching Personnel Ltd	CSC Global/Netnames
ealingleagateway.org	Gareth Evans	CSC Global/Netnames
ealingleagateway.org.uk	Teaching Personnel Ltd	CSC Global/Netnames
education-personnel.org	Teaching Personnel Ltd	CSC Global/Netnames
educationcv.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
educationcv.com	Teaching Personnel Ltd	CSC Global/Netnames
educationpersonnel.academy	Teaching Personnel Ltd	CSC Global/Netnames
educationpersonnel.biz	Education Personnel Ltd	CSC Global/Netnames
educationpersonnel.com	Arthur Bidco Ltd	CSC Global/Netnames
educationpersonnel.education	Education Personnel Ltd	CSC Global/Netnames
educationpersonnel.email	Education Personnel Ltd	CSC Global/Netnames
educationpersonnel.eu	Education Personnel Ltd	CSC Global/Netnames
educationpersonnel.info	Education Personnel Ltd	CSC Global/Netnames
educationpersonnel.net	Education Personnel Ltd	CSC Global/Netnames
educationpersonnel.org	Teaching Personnel Ltd	CSC Global/Netnames

EXECUTION VERSION

Domain	Company	Domain registrar
educationpersonnel.training	Teaching Personnel Ltd	CSC Global/Netnames
edupro.education	Teaching Personnel Ltd	CSC Global/Netnames
eduprocpd.com	Teaching Personnel Ltd	CSC Global/Netnames
eduprohr.com	Teaching Personnel Ltd	CSC Global/Netnames
edupropayroll.com	Teaching Personnel Ltd	CSC Global/Netnames
eduprotraining.com	Teaching Personnel Ltd	CSC Global/Netnames
eduprovetting.com	Teaching Personnel Ltd	CSC Global/Netnames
futureteachers.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
hounslowleagateway.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
hounslowleagateway.com	Teaching Personnel Ltd	CSC Global/Netnames
intuitionclubs.com	Arthur Bidco Ltd	CSC Global/Netnames
lea-gateway.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
lea-gateway.com	Teaching Personnel Ltd	CSC Global/Netnames
lea-gateway.net	Teaching Personnel Ltd	CSC Global/Netnames
lea-gateway.org	Teaching Personnel Ltd	CSC Global/Netnames
lea-gateway.org.uk	Teaching Personnel Ltd	CSC Global/Netnames
leagateway.org	Teaching Personnel Ltd	CSC Global/Netnames
leagateway.org.uk	Teaching Personnel Ltd	CSC Global/Netnames
leaportal.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
leaportal.com	Teaching Personnel Ltd	CSC Global/Netnames
leaportal.net	Teaching Personnel Ltd	CSC Global/Netnames
leaportal.org	Teaching Personnel Ltd	CSC Global/Netnames
leaportal.org.uk	Teaching Personnel Ltd	CSC Global/Netnames
locumpersonnel.biz	Teaching Personnel Ltd	CSC Global/Netnames
locumpersonnel.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
locumpersonnel.com	Teaching Personnel Ltd	CSC Global/Netnames
locumpersonnel.info	Teaching Personnel Ltd	CSC Global/Netnames
locumpersonnel.net	Teaching Personnel Ltd	CSC Global/Netnames
locumpersonnel.org	Teaching Personnel Ltd	CSC Global/Netnames
locumpersonnel.org.uk	Teaching Personnel Ltd	CSC Global/Netnames
londonteachersclub.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
londonteachersclub.com	Teaching Personnel Ltd	CSC Global/Netnames
makinggoodprogress.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
makinggoodprogress.com	Teaching Personnel Ltd	CSC Global/Netnames
mypigeonhole.careers	Teaching Personnel Ltd	CSC Global/Netnames
mypigeonhole.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
mypigeonhole.education	Teaching Personnel Ltd	CSC Global/Netnames
mytp.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
nationaltoday.co.uk	Teaching Personnel Ltd	CSC Global/Netnames

EXECUTION VERSION

Domain	Company	Domain registrar
nationaltoday.com	Teaching Personnel Ltd	CSC Global/Netnames
nationalteachingassistantsday.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
nationalteachingassistantsday.com	Teaching Personnel Ltd	CSC Global/Netnames
one-to-onetuition.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
one-to-onetuition.com	Teaching Personnel Ltd	CSC Global/Netnames
protocol-education.exposed	Teaching Personnel Ltd	CSC Global/Netnames
pupilpotential.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
pupilpotential.com	Teaching Personnel Ltd	CSC Global/Netnames
singlecentralrecord.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
singlecentralrecord.com	Teaching Personnel Ltd	CSC Global/Netnames
supply.co.uk	Arthur Bidco Ltd	CSC Global/Netnames
teacherv.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
teacherv.com	Teaching Personnel Ltd	CSC Global/Netnames
teachergateway.biz	Teaching Personnel Ltd	CSC Global/Netnames
teachergateway.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
teachergateway.com	Teaching Personnel Ltd	CSC Global/Netnames
teachergateway.info	Teaching Personnel Ltd	CSC Global/Netnames
teachergateway.net	Teaching Personnel Ltd	CSC Global/Netnames
teachergateway.org	Teaching Personnel Ltd	CSC Global/Netnames
teachergateway.org.uk	Teaching Personnel Ltd	CSC Global/Netnames
teachersurvey.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
teachersurvey.org	Teaching Personnel Ltd	CSC Global/Netnames
teachingintheuk.co.za	Teaching Personnel Ltd	CSC Global/Netnames
teachingintheuk.com	Teaching Personnel Ltd	CSC Global/Netnames
teachingintheuk.education	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.agency	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.careers	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.com	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.education	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.eu	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.exposed	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.info	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.jobs	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.net	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.org	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.org.uk	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.reviews	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnel.training	Teaching Personnel Ltd	CSC Global/Netnames

EXECUTION VERSION

Domain	Company	Domain registrar
teachingpersonnel.tv	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnelonline.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
teachingpersonnelonline.com	Teaching Personnel Ltd	CSC Global/Netnames
teachingspecialist.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
tpappointments.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
tpassistant.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
tpassistant.com	Teaching Personnel Ltd	CSC Global/Netnames
tpassistants.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
tpassistants.com	Teaching Personnel Ltd	CSC Global/Netnames
tpcontinuity.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
tpcontinuity.com	Teaching Personnel Ltd	CSC Global/Netnames
tpinternational.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
tptraining.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
tuition-works.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
tuition-works.com	Teaching Personnel Ltd	CSC Global/Netnames
tuitiontracker.co.uk	Teaching Personnel Ltd	CSC Global/Netnames
tutorservice.co.uk	Teaching Personnel Ltd	CSC Global/Netnames

EXECUTION VERSION

Schedule 6
Assigned Agreements

None at the date of this deed.

EXECUTION VERSION**SCHEDULE 7****Insurance Policies**

New Chargor	Insurer	Insured risks	Policy number	Contact details/relationship manager
Teaching Personnel Limited and Protocol Education Limited	Aviva Insurance Limited	Commercial Combined	014416/08/18	Ian Mills PIB Insurance Brokers Southgate House Southgate Street Gloucester GL1 1UB 0800 316 9844
Fleet Education Services Limited	Hiscox Insurance Company Limited	Commercial Combined	PL- PSC04001408257/05	Kerri-Ann Hockley PolicyBee LLP 14 Brightwell Barns Waldringfield Road Brightwell IP10 0BJ 0345 222 5364
Best Practice Network Limited	Hiscox Insurance Company Limited	Commercial Combined	HU P16 9191034 (68)	Kerri-Ann Hockley PolicyBee LLP 14 Brightwell Barns Waldringfield Road Brightwell IP10 0BJ 0345 222 5364
Fronting The Challenge Projects Limited	Hiscox Insurance Company Limited	Commercial Combined	PL- PSC04001887025/08	Kerri-Ann Hockley PolicyBee LLP 14 Brightwell Barns Waldringfield Road Brightwell IP10 0BJ 0345 222 5364
School Business Services Ltd.	Hiscox Insurance Company Limited	Commercial Combined	PL- PSC04009130500/13	Unit 211 Milton Keynes Business Centre Foxhunter Drive Linford Wood MILTON KEYNES MK14 6GD
Judicium Education Limited	Square Mile Underwriting	Professional Indemnity Insurance	20-PI-SMU,01828	Square Mile Underwriting 6 Lloyd's Avenue London EC3N 3AX

EXECUTION VERSION

New Chargor	Insurer	Insured risks	Policy number	Contact details/relationship manager
3BM Education Services Limited	Travelers Insurance Company Limited	Commercial Combined	UC TSR 5583579	Travelers Insurance Company Limited 61-63 London Road, Redhill, Surrey RH1 1NA
Strictly Education 4S Limited	Travelers Insurance Company Limited	Commercial Combined	UC TSR 5572409	Travelers Insurance Company Limited 61-63 London Road, Redhill, Surrey RH1 1NA
Strictly Education Limited	Travelers Insurance Company Limited	Commercial Combined	UC TSR 3988811	Travelers Insurance Company Limited 61-63 London Road, Redhill, Surrey RH1 1NA

EXECUTION VERSION

SIGNATORIES TO DEED OF ACCESSION

The New Chargors

Executed as a deed by ARTHUR)
TOPCO LIMITED:)
)
)

Director

DocuSigned by:
[Redacted Signature]
8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director


DocuSigned by:
[Redacted Signature]
909A8B06E9B84AD.....
Name: John Bowman

EXECUTION VERSION


Executed as a deed by ARTHUR
MIDCO 1 LIMITED:

)
)
)
)

Director

DocuSigned by:

8B8D3AA8BD8F495:.....
Name: Jonathan Roback

Director


DocuSigned by:

909A3E06E9884AD:.....
Name: John Bowman

EXECUTION VERSION


Executed as a deed by ARTHUR
PIKCO LIMITED:

)
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Director

DocuSigned by:

.....8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director


DocuSigned by:

.....909A3B08E9B84AD...
Name: John Bowman

EXECUTION VERSION


Executed as a deed by ARTHUR
MIDCO 2 LIMITED:

)
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)

Director

DocuSigned by:

.....8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director


DocuSigned by:

.....809A3B0659B84AD.....
Name: John Bowman

EXECUTION VERSION


Executed as a deed by **SUPPORTING
EDUCATION GROUP LIMITED:**

)
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)

Director

DocuSigned by:

.....8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director


DocuSigned by:

.....909A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION


Executed as a deed by PROTOCOL
EDUCATION LIMITED:

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Director

DocuSigned by:

8B8D3AA8BD8F495...
Name: Jonathan Roback

Director


DocuSigned by:

909A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION


Executed as a deed by TEACHING
PERSONNEL LIMITED:

Director

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)

DocuSigned by:

.....8B8D3AA8BD8F405.....
Name: Jonathan Roback

Director


DocuSigned by:

.....909A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION


Executed as a deed by EDUCATION
PERSONNEL HOLDCO LIMITED:

)
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)
)

Director

DocuSigned by:

.....8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director


DocuSigned by:

.....909A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION


Executed as a deed by EDUCATION
PERSONNEL BIDCO LIMITED:

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Director

DocuSigned by:

8B8D3AA8BD8F495...
Name: Jonathan Roback

Director


DocuSigned by:

909A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION


Executed as a deed by **TEACHING
PERSONNEL HOLDINGS LIMITED:**

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Director

DocuSigned by:

8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director

DocuSigned by:

909A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION

Executed as a deed by **PERSONNEL**
HOLDINGS LIMITED:

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Signature of director

Name of director

JONATHAN LOBACK

Signature of witness



Name of witness

NATALIE WRIGHT

Address of witness



Occupation of witness


RECEPTIONIST

EXECUTION VERSION


Executed as a deed by FLEET
EDUCATION SERVICES LIMITED:

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)

Director

DocuSigned by:

8B8D3AA8BD8F495...
Name: Jonathan Roback

Director

DocuSigned by:

909A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION

Executed as a deed by BEST
PRACTICE NETWORK LIMITED:

)
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)
)

Director

DocuSigned by:
[Redacted Signature]
8B8D3AA8BD8F495...
Name: Jonathan Roback

Director


DocuSigned by:
[Redacted Signature]
909A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION


Executed as a deed by BEST
PRACTICE NETWORK HOLDINGS
LIMITED:

Director

)
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)

DocuSigned by:

.....8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director


DocuSigned by:

.....909A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION


Executed as a deed by JUDICIUM
EDUCATION LTD:

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Director

DocuSigned by:

.....8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director

DocuSigned by:

.....909A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION


Executed as a deed by JUDICIUM
CONSULTING LIMITED:

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DocuSigned by:


.....8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director

DocuSigned by:


.....909A3B06E9B84AD.....
Name: John Bowman


Director

EXECUTION VERSION


Executed as a deed by SCHOOL
BUSINESS SERVICES LTD.:

Director

)
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)

DocuSigned by:

8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director


DocuSigned by:

909A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION


Executed as a deed by EDUCATION
SERVICES SOLUTIONS LIMITED:

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)

Director

DocuSigned by:

8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director


DocuSigned by:

909A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION

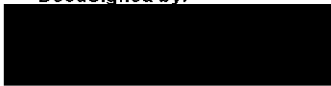
Executed as a deed by 3BM
EDUCATION SERVICES LIMITED:

)
)
)
)

Director

DocuSigned by:

.....8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director

DocuSigned by:

.....909A3B06E9B84AD...
Name: John Bowman


EXECUTION VERSION


Executed as a deed by **STRICTLY
EDUCATION 4S LIMITED:**

Director

Director

)
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)

DocuSigned by:

.....8B8D3AA8BD8F495.....
Name: Jonathan Roback


DocuSigned by:

.....909A3B06E9B84AD.....
Name: John Bowman

EXECUTION VERSION


Executed as a deed by **STRICTLY
EDUCATION LIMITED:**

)
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)

Director

DocuSigned by:

.....8B8D3AA8BD8F495.....
Name: Jonathan Roback

Director

DocuSigned by:

.....909A3B06E9B84AD...
Name: John Bowman


EXECUTION VERSION


Executed as a deed by FRONTING
THE CHALLENGE PROJECTS
LIMITED:

Director

Director


)
)
)
)

DocuSigned by:

8B8D3AA8BD8F495...
Name: Jonathan Roback

DocuSigned by:

9Q9A3B06E9B84AD...
Name: John Bowman

EXECUTION VERSION

The Security Agent

Signed by Gilda Cara for)
and on behalf of **GLAS TRUST**)
CORPORATION LIMITED:)
Signature  _____

Address: 45 Ludgate Hill, London, EC4M 7JU, United Kingdom

Facsimile No: +44 (0)20 3070 0113

Telephone No: +44 20 3597 2940

Email: tmg@glas.agency

Attention: Transaction Management Group / Hood Bidco Limited