

**PEARSON SHARED SERVICES LIMITED**  
(“the Company”)

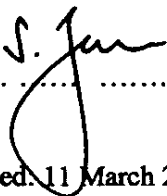
**COMPANY NUMBER 4623186**

**SHAREHOLDER’S WRITTEN RESOLUTION**

We, the undersigned, being the sole member of the Company eligible to vote on the proposals at the time and date of circulation, hereby pass the following resolution as a unanimous member resolution:

THAT the use by the Company of the exemption from audit permitted by s479A of the Companies Act 2006 in respect of financial year ended 31 December 2013 be and is hereby approved.

For and on behalf of  
Pearson plc

  
.....  
Dated: 11 March 2014

**Certified a true and correct copy**

  
\_\_\_\_\_  
**Secretary**



Obtained a true and correct copy

~~Secretary~~