

Lagan College Education Partnership (Holdings) Limited
(Incorporated in Northern Ireland, registered number NI605032)
(the "Company")

SOLE MEMBER'S WRITTEN RESOLUTIONS

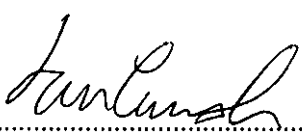
16 JANUARY 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1, 2 and 3 below are passed as special resolutions of the Company (together the "Resolutions").

SPECIAL RESOLUTIONS

1. THAT any and all business conducted for or on behalf of the Company by the board of directors of the Company (past or present) at or pursuant to board meetings of the Company duly convened and held otherwise than in accordance with the quorum requirements in Article 13.1 of the articles of association of the Company be and is hereby ratified and confirmed.
2. THAT the Company hereby unconditionally and irrevocably waives, releases and discharges any and all claims or rights of action that it may have against any director (past or present) of the Company in respect of any business conducted by them for or on behalf of the Company at or pursuant to board meetings of the Company duly convened and held otherwise than in accordance with the quorum requirements in Article 13.1 of the articles of association of the Company.
3. THAT the articles of association of the Company (the "Articles") are amended such that Article 13.1 and Article 13.2 of the Articles be and are hereby deleted and replaced in full as follows:
 - 13.1 *Subject to the provisions of these Articles and to any agreement from time to time between the members, the Directors may regulate their proceedings as they think fit. A Director may, and the secretary at the request of a Director shall, call a meeting of the Directors. It shall not be necessary to give notice of a meeting to a Director who is absent from the United Kingdom. The quorum for the transaction of business at any meeting of the Directors shall be two Directors.*
 - 13.2 *The Directors present at any meeting of the Directors shall be entitled to vote to appoint a Chairman for such meetings. The Chairman of the Directors shall not have a second or casting vote.*

4. BY ORDER OF THE BOARD


.....
Director



AGREEMENT

I THE UNDERSIGNED, being the sole member of the Company on 16 JANUARY 2019
HEREBY IRREVOCABLY AGREE to each of the Resolutions.

A handwritten signature in cursive script, appearing to read 'J. L. L. L.', is written over a horizontal line.

duly authorised signatory
for and on behalf of
BBGI (NI) Limited:

Dated: 16 JANUARY 2019