

**THE COMPANIES ACT, 1981
SPECIAL RESOLUTION
OF
Whitney University System
Latin America Ltd. (the
“Company”)**

The Sole Member of the above-named Company, at a special general meeting held on 23 January, 2017, passed the following resolutions:

- (1) that the Company be wound up voluntarily pursuant to the provisions of the Companies Act, 1981 and the Companies (Winding Up) Rules 1982.
- (2) that Ian Stone be appointed Liquidator for the purposes of such winding-up, such appointment to be effective forthwith.

Dated: 25 January, 2017

M Q Services Ltd.
Secretary

**NOTICE OF APPOINTMENT
OF LIQUIDATOR
MEMBERS’ VOLUNTARY
WINDING-UP**

**Name of Company:
Whitney University System
Latin America Ltd. (the
“Company”)**

I, **Ian Stone**, of Victoria Place, 31 Victoria Street, Hamilton, in the Islands of Bermuda, hereby give you notice that I have been appointed Liquidator of **Whitney University System Latin America Ltd.** by a resolution of the Company dated 23 January, 2017.

Ian Stone
Liquidator

Dated: 25 January, 2017

**IN THE MATTER OF: THE
COMPANIES ACT, 1981
AND IN THE MATTER OF
Whitney University System
Latin America Ltd.
(IN MEMBERS’
VOLUNTARY
LIQUIDATION)**

NOTICE is hereby given that the Creditors of the above named company are required on or before **10 February, 2017**, to send their names and addresses and particulars of their debts or claims to the undersigned, the Liquidator of the said company in care of Wakefield Quin Limited at Victoria Place, 31 Victoria Street, Hamilton HM 10, Bermuda, and if so required by notice in writing from the said Liquidator to come in and prove their said debts or claims at such time and place as shall be specified in such notice or in default of any of the above requirements they will be excluded from the benefit of any distribution made before such debts are proved.

Dated: 25 January, 2017

Ian Stone
Liquidator

**IN THE MATTER OF: The
Companies Act, 1981**

and

**IN THE MATTER OF Whitney
University System Latin
America Ltd. (the “Company”)
(In Members’ Voluntary
Liquidation)**

NOTICE IS HEREBY GIVEN that a Final General Meeting of the Members of the above named Company will be held at the offices of Wakefield Quin Limited, Victoria Place, 31 Victoria Street, Hamilton, Bermuda on the **28th day of February, 2017 at 10:00 a.m.**, or soon as possible thereafter, for the purposes of: having an account laid before them showing the manner in which the winding-up has been conducted and how the property of the Company has been disposed of and of hearing any explanation that may be given by the Liquidator; determining by Resolution the manner in which the books, accounts and documents of the Company and of the Liquidator thereof, shall be disposed of; and by Resolution dissolving the Company.

Dated: 25 January, 2017

Ian Stone

Liquidator