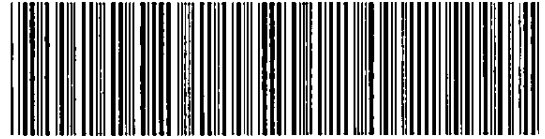


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Thank you!

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. The Chancellor, Masters, and Scholars of the University of Cambridge, Incorporated
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. England and Wales (UK) 3. 13-1599108
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 01/01/1571 5.
(Date of Incorporation) (Date of duration, if other than perpetual)

6.
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. The Triangle Building, Shaftesbury Road, Cambridge, UK CB2 8EA
(Principal office street address)

(Current mailing address, if different)

8. School or Educational Institutions
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation Florida 33324
(City) (Zip Code)

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10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

By Kendra Jesus Kendra Jesus, VP
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

A. DIRECTORS

Chairman Name: Peter Phillips
 Vice Chairman Address: The Triangle Building
 Director Shaftesbury Road, Cambridge
 President UK CB2 8EA
 Vice President _____
 Secretary _____ Treasurer _____
 Other: CEO Other: _____

Chairman Name: Andrew Chandler
 Vice Chairman Address: The Triangle Building
 Director Shaftesbury Road, Cambridge
 President UK CB2 8EA
 Vice President _____
 Secretary _____ Treasurer _____
 Other: CFO Other: _____

Chairman Name: Catriona Sheret
 Vice Chairman Address: The Triangle Building
 Director Shaftesbury Road, Cambridge
 President UK CB2 8EA
 Vice President _____
 Secretary _____ Treasurer _____
 Other: General Counsel Other: _____

Chairman Name: _____
 Vice Chairman Address: _____
 Director _____
 President _____
 Vice President _____
 Secretary _____ Treasurer _____
 Other: _____ Other: _____

Chairman Name: _____
 Vice Chairman Address: _____
 Director _____
 President _____
 Vice President _____
 Secretary _____ Treasurer _____
 Other: _____ Other: _____

Chairman Name: _____
 Vice Chairman Address: _____
 Director _____
 President _____
 Vice President _____
 Secretary _____ Treasurer _____
 Other: _____ Other: _____

NOTE: Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

13. C. A. Sheret
 (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Catriona Sheret, General Counsel
 (Typed or printed name and capacity of person signing application)



HM Revenue
& Customs

Charities, Savings and International 2
HM Revenue & Customs
BX9 1BU

TO WHOM IT MAY CONCERN

Phone 0300 123 1073
Open from 8.30am to 5pm Monday to Friday
Fax 03000 547 386
Our ref CHY/DP
Your ref
Date 30 January 2024

Certificate of residence for THE CHANCELLOR MASTERS AND SCHOLARS OF THE UNIVERSITY OF CAMBRIDGE

I certify that to the best of HM Revenue & Customs' knowledge, as at 30 January 2024, THE CHANCELLOR MASTERS AND SCHOLARS OF THE UNIVERSITY OF CAMBRIDGE is resident in the UK in accordance with Article 4.3 (c) of the Convention in force between the UK and United States of America.

Stamp of UK Tax Authority

Charities, Savings and International 2
HM Revenue & Customs
BX9 1BU

Date: 1 February 2024

Jane Culshaw
Customer Contact Manager



CAMBRIDGE
UNIVERSITY PRESS & ASSESSMENT

Snafesbury Road
Cambridge CB2 8EA, UK

Telephone - 44 (0)1223 553311
Email information@cambridge.org

20 January 2023

To Whom it may Concern

Cambridge University Press & Assessment

The origins of the University of Cambridge (the "University") date back to the early thirteenth century and it was formally recognised as a Studium Generale or Universitas by Pope John XXII in 1318. The University has been confirmed as a common law corporation since the passing of Act of Parliament *13 Elizabeth Cap. 29* in 1571 and it is authorised by the Lord Chancellor to act in relation to charitable, ecclesiastical and public trusts as a trust corporation. Its full legal title is "The Chancellor, Masters, and Scholars of the University of Cambridge" and its principal office address is The Old Schools, Trinity Lane, Cambridge, CB2 1TN, United Kingdom. The University has no shareholders or owners of any kind nor any persons with significant control.

The University's principal constitutional document is its statutes (the "Statutes"), which were made pursuant to the *Universities of Oxford and Cambridge Act 1923*. The Statutes came into effect on 1 October 1926, and their amendment requires the approval of the Privy Council. The Statutes give power to the University to enact ordinances to govern and regulate its activities (the "Ordinances"). The University is governed by the Statutes and Ordinances together with applicable UK and EU law. A copy of the Statutes and Ordinances is available on the internet at <http://www.admin.cam.ac.uk/univ/so/>. The University Council is the principal executive and policy-making body of the University.

The University is subject to regulation by The Office For Students (OfS), the independent regulator of higher education in England, and, is designated an "exempt" charity under the *Charities Act 2011*. Consequently, the University is not required to be registered with the Charity Commission for England and Wales. The members of the University Council are the trustees of the charity and are responsible for ensuring that the University is compliant with United Kingdom charity law. A copy of the University's accounts is available on the internet at <https://www.cam.ac.uk/annual-report>.

Prior to 1 August 2021, the Statutes and Ordinances provided for two separate departments to operate as part of the University, Cambridge University Press (the "Press"), founded in 1534 by Royal Letters Patent, and the Local Examinations Syndicate, established in 1858 (and trading since 2005 as "Cambridge Assessment"). Each department was governed and operated separately. With effect from 1 August 2021, the Press and Cambridge Assessment have merged under a unified management team to form a single department, "Cambridge University Press & Assessment" (the "Press & Assessment"). As a result, certain of the Ordinances have been amended to recognise the new single organisation.

Statute J was the main Statute governing the Press and is now the main Statute which governs the Press & Assessment. All references to Cambridge Assessment in the Ordinances have been removed, and the Local Examinations Syndicate has been dissolved and its assets, liabilities and responsibilities passed to the Press Syndicate (further described below). Accordingly, references in Statute J and in the Ordinances refer to the Press only, including the Press Syndicate, the University Press, and so on, but should be read as referring to the Press & Assessment.

Similarly, references elsewhere to the brands of the various business streams under which the Press and Cambridge Assessment have operated shall be taken as referring to the Press & Assessment. Such brands include Cambridge University Press, UCLES, Cambridge Assessment English, Cambridge Assessment International Education and OCR.

All profits of the Press & Assessment are dedicated to the charitable activities set out in Statute J Clause 1.

The Press & Assessment's principal office address is Shaftesbury Road, Cambridge CB2 8EA, United Kingdom.

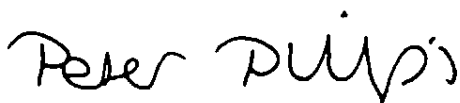
Management of the finances, property and affairs of the Press & Assessment are governed by a "Press Syndicate" (the "**Syndicate**") except in so far as the Statutes and Ordinances state otherwise. The Syndicate is comprised of at least 12 members, known as "Syndics", who are appointed in accordance with the Ordinances, and who have experience and expertise in matters relevant to the work of the Syndicate. The Syndicate has delegated certain powers to a body known as the Press & Assessment Board ("**PAB**"), which is concerned with the overall governance of the Press & Assessment. Responsibility for day-to-day management of the Press & Assessment is delegated by the Syndicate to the Press & Assessment's Chief Executive (a member of the PAB who, by Ordinance, is also the Secretary of the Syndicate) and the Executive Board, which includes a Chief Financial Officer.

Contracts entered into by the University on behalf of the Press & Assessment are expressed as being either in the name of "The Syndicate of Cambridge University Press on behalf of the Chancellor, Masters, and Scholars of the University of Cambridge" or "The Chancellor, Masters, and Scholars of the University of Cambridge acting through its department Cambridge University Press & Assessment". The Syndicate has delegated to the Chief Executive and to each of the members of the Executive Board of the Press & Assessment from time to time the authority to sign (including electronically) legal documents on behalf of the Press & Assessment in respect of contracts that commit the Press & Assessment to expenditure up to a value of £5 million per transaction, and to sign (including electronically) legal documents on behalf of the Press & Assessment in respect of contracts that commit the Press & Assessment to expenditure in excess of £5 million per transaction where the minuted written authorisation of the Syndicate, or the PAB as may be appropriate, so to do has been received in advance. For the avoidance of doubt, this delegation of authority includes approval to sign (including electronically) legal documents on behalf of the Press & Assessment in respect of contracts on behalf of the Press & Assessment for the sale or provision of any goods, Intellectual Property or services of any value. As at the date of this letter the members of the Executive Board are:

Peter Phillips (Chief Executive), David Bulman, Andrew Chandler (Chief Financial Officer), Jill Duffy, Amanda (Mandy) Hill, Mark Maddocks, Timothy (Tim) Oates, Arun Rajamani, Helena Renfrew Knight, Janet Scotcher, Catriona (Catie) Sheret, Rodrick (Rod) Smith and Francesca (Fran) Woodward.

The University, including Cambridge University Press & Assessment, is registered in the United Kingdom for VAT under registration number 823 84 7609. The University, including Cambridge University Press & Assessment, is registered in the UK for corporation tax under registration number 922 73479 02948.

Yours faithfully



Peter Phillips
Chief Executive



Check a UK VAT number

**Valid UK VAT
number
823847609**

VAT registration details

Registered business name

THE CHANCELLOR MASTERS & SCHOLARS OF
THE UNIVERSITY OF CAMBRIDGE

Registered business address

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GREENWICH HOUSE
MADINGLEY RISE
MADINGLEY ROAD
CAMBRIDGE
CB3 0TX
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