

Company No: SC143210

THE COMPANIES ACT 2006

**COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL**

MEMORANDUM OF ASSOCIATION *

of

COLLEGES SCOTLAND **

- 1 The name of the Company is Colleges Scotland (the "Company").
- 2 The registered office of the Company will be situated in Scotland.

* by Special Resolution dated 23 October 2012 the remainder of the Memorandum is contained in the Articles of Association of the Company.

** The Company changed its name to Colleges Scotland pursuant to a written resolution dated 1 October 2012.