

JOHN WILEY & SONS, INC.
Secretary's Certificate

November 14, 2018

I, Joanna Jia, duly elected Corporate Secretary of John Wiley & Sons, Inc. (the "Company"), a company organized and existing under the laws of the State of New York, hereby certifies that the following is a true and accurate summary of the meeting of the Board of Directors of the Company (the "Board") convened on March 21, 2018.

The following resolution was unanimously approved by the Board on March 21, 2018:

RESOLVED, that the proposed merger with and between the John Wiley & Sons, Inc. (the "Parent Corporation") and WSSI is hereby approved, to occur on or around May 15, 2018, and that after the merger is effected said Parent Corporation shall be the Surviving Corporation and shall assume all of the debts and liabilities of both former corporations.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Company on this 14th day November, 2018.



Joanna Jia
Corporate Secretary