

January 29th, 2013

Solidus-TNInvestco, LLC  
Attn: Vic Gatto  
4015 Hillsboro Pike  
STE 214  
Nashville, TN 37215

Re: Investment in LiveSchool, Inc

Dear Vic:

Pursuant to the Stock Purchase Agreement entered into as of January 29th, 2013 between LiveSchool, Inc. (the "Company"), a corporation with its headquarters and principal place of business in Tennessee, Solidus-TNInvestco, LLC ("Solidus") and certain other Purchasers set forth therein, Solidus has purchased 80,000 shares of common stock in the Company for \$80,000.

We look forward to a long and prosperous relationship between LiveSchool, Inc. and Solidus and thank you for your support.

Sincerely,

A handwritten signature in black ink, appearing to read "Matthew Rubinstein", with a long horizontal flourish extending to the right.

Matthew Rubinstein, CEO  
LiveSchool, Inc.