



LiveSchool, Inc.
615 Main Street, Suite 204
Nashville, TN 37206

June 2, 2014

Chase Perry
Tennessee Angel Fund
40 Burton Hills Blvd., Suite 250
Nashville, TN 37215

Dear Mr. Perry,

Pursuant to the Stock Purchase Agreement entered into as of May 29, 2013 by and among LiveSchool, Inc., a Tennessee corporation headquartered in Tennessee, and certain investors, Tennessee Angel Fund has purchased shares in LiveSchool, Inc. for \$250,000.

Thank you,

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

Matt Rubinstein
CEO