



## Announcement Summary

**Entity name**

OPENLEARNING LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Monday November 29, 2021

**The +securities to be quoted are:**☒ +Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B**Total number of +securities to be quoted**

| ASX +security code | Security description | Number of +securities to be quoted | Issue date |
|--------------------|----------------------|------------------------------------|------------|
| OLL                | ORDINARY FULLY PAID  | 33,333,333                         | 29/11/2021 |

Refer to next page for full details of the announcement



## Part 1 - Entity and announcement details

---

### 1.1 Name of entity

OPENLEARNING LIMITED

We (the entity named above) apply for +quotation of the following +securities and agree to the matters set out in Appendix 2A of the ASX Listing Rules.

### 1.2 Registered number type

ACN

### Registration number

635890390

### 1.3 ASX issuer code

OLL

### 1.4 The announcement is

☒ New announcement

### 1.5 Date of this announcement

29/11/2021



## Part 2 - Type of Issue

**2.1 The +securities to be quoted are:**☒ +Securities issued as part of a transaction or transactions previously announced to the market in an Appendix 3B**Previous Appendix 3B details:****Announcement Date and Time**

26-Nov-2021 09:47

**Announcement Title**New - Proposed issue of securities -  
OLL**Selected Appendix 3B to submit quotation request**

A placement or other type of issue

**2.3a.2 Are there any further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B?**☒ Yes**2.3a.3 Please provide details of the further issues of +securities yet to take place to complete the transaction(s) referred to in the Appendix 3B**

6,422,908 placement options.



Part 3A - number and type of +securities to be quoted where issue has previously been notified to ASX in an Appendix 3B

#### Placement Details

**ASX +security code and description**

OLL : ORDINARY FULLY PAID

**Issue date**

29/11/2021

#### Distribution Schedule

**Provide a distribution schedule for the new +securities according to the categories set out in the left hand column - including the number of recipients and the total percentage of the new +securities held by the recipients in each category.**

| Number of +securities held | Number of holders | Total percentage of +securities held<br>For example, to enter a value of 50%<br>please input as 50.00 |
|----------------------------|-------------------|---|
| 1 - 1,000                  |                   | %   |
| 1,001 - 5,000              |                   | %   |
| 5,001 - 10,000             |                   | %   |
| 10,001 - 100,000           |                   | %   |
| 100,001 and over           |                   | %   |



## Issue details

## Number of +securities to be quoted

31,182,796

## Are the +securities being issued for a cash consideration?

☒ Yes

## In what currency is the cash consideration being paid?

AUD - Australian Dollar

## What is the issue price per +security?

AUD 0.09300000

## Any other information the entity wishes to provide about the +securities to be quoted

## ASX +security code and description

OLL : ORDINARY FULLY PAID

## Issue date

29/11/2021

## Distribution Schedule

Provide a distribution schedule for the new +securities according to the categories set out in the left hand column - including the number of recipients and the total percentage of the new +securities held by the recipients in each category.

| Number of +securities held | Number of holders | Total percentage of +securities held<br>For example, to enter a value of 50%<br>please input as 50.00 |
|----------------------------|-------------------|---|
| 1 - 1,000                  |                   | %   |
| 1,001 - 5,000              |                   | %   |
| 5,001 - 10,000             |                   | %   |
| 10,001 - 100,000           |                   | %   |
| 100,001 and over           |                   | %   |



---

Issue details

---

**Number of +securities to be quoted**

2,150,537

**Are the +securities being issued for a cash consideration?**

☒ No

**Please describe the consideration being provided for the +securities**

The shares are facilitation shares being issued to certain nominees of the placement investor in connection with the placement.

**Please provide an estimate (in AUD) of the value of the consideration being provided per +security for the +securities to be quoted**

0.090000

**Any other information the entity wishes to provide about the +securities to be quoted**



## Part 4 - Issued capital following quotation

Following the quotation of the +securities the subject of this application, the issued capital of the entity will comprise:

(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

**4.1 Quoted +securities (total number of each +class of +securities quoted on ASX following the +quotation of the +securities subject of this application)**

| ASX +security code and description  | Total number of +securities on issue |
|-------------------------------------|--------------------------------------|
| OLL : ORDINARY FULLY PAID           | 174,255,246                          |
| OLLN : ORDINARY FULLY PAID DEFERRED | 32,893,053                           |

**4.2 Unquoted +securities (total number of each +class of +securities issued but not quoted on ASX)**

| ASX +security code and description               | Total number of +securities on issue |
|--|--------------------------------------|
| OLLAA : ORDINARY FULLY PAID RESTRICTED           | 23,103,054                           |
| OLLAAAL : PERFORMANCE RIGHTS                     | 950,000                              |
| OLLAAJ : PERFORMANCE RIGHTS RESTRICTED           | 2,750,000                            |
| OLLAAF : OPTION EXPIRING 09-DEC-2021 RESTRICTED  | 2,583,089                            |
| OLLAAAG : OPTION EXPIRING 09-DEC-2022 RESTRICTED | 5,000,000                            |
| OLLAAH : OPTION EXPIRING 09-DEC-2022 RESTRICTED  | 2,793,333                            |
| OLLAAI : OPTION EXPIRING 09-DEC-2021 EX \$0.20   | 25,104,387                           |
| OLLAAAM : OPTION EXPIRING 27-APR-2025 EX \$0.30  | 1,000,000                            |
| OLLAAAN : OPTION EXPIRING 31-AUG-2024 EX \$0.30  | 250,000                              |