

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX becomes ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	OpenLearning Limited
ABN	18 635 890 390

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of director	Matthew Reede
Date of last notice	22 February 2024

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder)	N/A
Date of change	(a) 07 June 2024 (b) 11 June 2024 (c) 13 June 2024
No. of securities held prior to change	30,000 - ORDINARY FULLY PAID SHARES
Class	ORDINARY FULLY PAID SHARES
Number acquired	(a) 350,000 - ORDINARY FULLY PAID SHARES (b) 300,000 - ORDINARY FULLY PAID SHARES (c) 320,000 - ORDINARY FULLY PAID SHARES
Number disposed	NIL
Value/Consideration	(a) \$0.015 per Share (b) \$0.015 per Share (c) \$0.015 per Share
No. of securities held after change	1,000,000 - ORDINARY FULLY PAID SHARES
Nature of change	(a) On market purchase (b) On market purchase (c) On market purchase

Part 2 - Change of director's relevant interests in contracts

⁺ See [chapter 19](#) for defined terms.

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Director Long-Term Incentive Grant
Nature of interest	<p>Allotment of 1,000,000 Unlisted Options as follows:</p> <ul style="list-style-type: none"> • 1,000,000 Options <ul style="list-style-type: none"> o Options to exercise into an equal number of fully paid ordinary shares on conversion; o Exercise price \$0.05; o No vesting period; and o Expiry date is five years from the date of issue. <p>In the event of a change of control or change of ownership, any unexercised Options will be cancelled.</p> <p>Further details regarding the grants were set out in the Notice of the 2024 Annual General Meeting.</p>
Name of registered holder (if issued securities)	Matthew Reede (or his nominee)
Date of change	N/A
No. and class of securities to which interest related prior to change	1,000,000 Unlisted Options
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration	N/A
Interest after change	No change in interest.

Part 3 - ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See [chapter 19](#) for defined terms.

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