



Announcement Summary

Entity name

OPENLEARNING LIMITED

Date of this announcement

Wednesday July 03, 2024

The +securities the subject of this notification are:

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

Total number of +securities to be issued/transferred

| ASX +security code | Security description | Total number of +securities to be issued/transferred | Issue date |
|----------------------------------|---------------------------------------|--|------------|
| OLLAAP | PERFORMANCE RIGHTS | 5,880,000 | 02/07/2024 |
| New class - code to be confirmed | OPTION EXPIRING 02-JUL-2029 EX \$0.05 | 1,000,000 | 02/07/2024 |

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) give notice of the issue, conversion or payment up of the following unquoted +securities.

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

3/7/2024

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Part 2 - Issue details

2.1 The +securities the subject of this notification are:

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

has an existing ASX security code ("existing class")

does not have an existing ASX security code ("new class")

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Part 3B - number and type of +securities the subject of this notification (existing class) where issue has not previously been notified to ASX in an Appendix 3B

ASX +security code and description

OLLAAP : PERFORMANCE RIGHTS

Date the +securities the subject of this notification were issued

2/7/2024

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class

Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

Yes

Provide details of the KMP or +associates being issued +securities.

| Name of KMP | Name of registered holder | Number of +securities |
|----------------------|---------------------------|-----------------------|
| David Andrew Collien | David Andrew Collien | 2,000,000 |

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

<https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02661129-6A1148151>

Any other information the entity wishes to provide about the +securities the subject of this notification

Issue details

Number of +securities

5,880,000

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Part 3C - number and type of +securities the subject of this notification (new class)

ASX +security code

New class - code to be confirmed

+Security description

OPTION EXPIRING 02-JUL-2029 EX \$0.05

+Security type

Options

ISIN code**Date the +securities the subject of this notification were issued**

2/7/2024

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

Yes

Provide details of the KMP or +associates being issued +securities.

| Name of KMP | Name of registered holder | Number of +securities |
|----------------------|---------------------------|-----------------------|
| David Andrew Collien | David Andrew Collien | 1,000,000 |

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.
<https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02661129-6A1148151>

Options Details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.05000000

Expiry date

2/7/2029

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

OLL : ORDINARY FULLY PAID

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms
<https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02661129-6A1148151>
Any other information the entity wishes to provide about the +securities the subject of this notification



Issue details

Number of +securities

1,000,000

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Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this notification, the +securities of the entity will comprise:

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are currently with ASX for processing.

4.1 Quoted +securities (Total number of each +class of +securities issued and quoted on ASX)

| ASX +security code and description | Total number of +securities on issue |
|---|---|
| OLL : ORDINARY FULLY PAID | 423,068,759 |

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 |
|--|---|
| OLLAAM : OPTION EXPIRING 27-APR-2025 EX \$0.30 | 1,000,000 |
| OLLAAN : OPTION EXPIRING 31-AUG-2024 EX \$0.30 | 250,000 |
| OLLAAP : PERFORMANCE RIGHTS | 9,880,000 |
| OLLAAQ : OPTION EXPIRING 28-JUN-2029 EX \$0.05 | 4,000,000 |
| New class - code to be confirmed : OPTION EXPIRING 02-JUL-2029 EX \$0.05 | 1,000,000 |



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

Yes

5.1a Select the number of the applicable exception in Listing Rule 7.2

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