

ASX ANNOUNCEMENT

30 October 2020

Deferral of Annual General Meeting

3P Learning Limited (ACN 103 827 836) ("**3PL**") advises that the Company's 2020 Annual General Meeting ("**AGM**") will be deferred to Friday 29 January 2021.

Due to the impact of COVID-19 and the NSW Government restrictions on large gatherings and the need for social distancing, the Company considers it prudent to defer the AGM. Further details regarding the AGM, including details of the way in which shareholders can participate in the AGM, will be set out in the notice of meeting which is expected to be provided to shareholders in December 2020.

The deferral of the AGM relies on the "no-action" position announced by the Australian Securities and Investments Commission ("**ASIC**") in 20-113MR on 13 May 2020 (<https://asic.gov.au/about-asic/news-centre/find-a-media-release/2020-releases/20-113mr-asic-to-further-extend-financial-reporting-deadlines-for-listed-and-unlisted-entities-and-amends-no-action-position-for-agms/>), which confirm that ASIC will take no action against an entity that does not hold its AGM by 30 November 2020 provided the entity holds the AGM by the end of January 2021, or such later date as ASIC advises.

The Company is due to hold a Scheme Meeting on 20 November 2020 to vote on the acquisition of 3PL by IXL Australia Pty Ltd by way of a Scheme of Arrangement ("**Scheme**"). If the Scheme is successful, the Scheme is due to be implemented on 3 December 2020.

If the Scheme is implemented, only IXL (presuming it is the sole shareholder at the time) will receive notice of the AGM.

If the Scheme is not successful, all shareholders will receive notice of the AGM as per normal.

This announcement has been authorised for release by the Board of 3P Learning Limited.

For further information, please contact:

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