



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 For example, to enter a value of 50% 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
		For example, to enter a value of 50% 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