

Results of Meeting

Sydney, Australia, 31 May 2024: OpenLearning Limited (ASX: OLL), the AI powered SaaS platform for lifelong learning ('**OpenLearning**' or '**Company**'), announces the results of today's Annual General Meeting.

As required by Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001, a summary of the proxy votes received in relation to each resolution put to shareholders at the AGM is attached.

All resolutions as set out in the Notice of Annual General Meeting were passed and decided by way of a poll. In respect of Resolution 1 "Adoption of Remuneration Report", the resolution passed with in excess of 75% of the votes in favour of the resolution.

Ends.

Authorised by:

Robyn Slaughter
Company Secretary

Stay up to date with OpenLearning news as it happens:

Visit the Investor section of the OpenLearning website at: <https://investors.openlearning.com/> There you can download the Company's Prospectus and see recent ASX Announcements and press coverage.

In addition to signing up for OpenLearning news directly from the Company, we also encourage shareholders to register to receive electronic communications from our share registry, Automic. To sign up for e-communications from Automic, please visit <https://www.automicgroup.com.au/>.

Thanks for your ongoing support. We look forward to sharing OpenLearning news with you.

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About OpenLearning

OpenLearning is an Artificial Intelligence (AI) powered SaaS platform for lifelong learning.

The platform enables education providers to manage all aspects of online learning, harnessing the power of Generative AI to streamline course design, content authoring and education delivery for short courses, micro-credentials and online degrees.

OpenLearning is a trusted partner to more than 220 leading education providers, who have delivered tens of thousands of courses to over 3.5 million learners through its platform.

With a strong position in the Australian and Malaysian higher education sectors, and a growing presence in Indonesia and India, OpenLearning is revolutionising the way education is accessed and delivered globally.

To learn more, please visit: <https://solutions.openlearning.com/>

Disclosure of Proxy Votes

OpenLearning Limited

Annual General Meeting

Friday, 31 May 2024



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In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

			Proxy Votes				Poll Results (if applicable)			Results
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
1 Adoption of Remuneration Report	P	12,092,209	9,049,907 74.84%	2,937,302 24.29%	0	105,000 0.87%	11,305,713 79.38%	2,937,302 20.62%	0	-
2 Election of Matthew Reede as Director	P	111,140,208	108,281,603 97.43%	2,633,605 2.37%	1,035,736	225,000 0.20%	114,462,858 97.75%	2,633,605 2.25%	1,035,736	Passed
3 Re-Election of Spiro Pappas as Director	P	111,025,180	108,262,378 97.51%	2,637,802 2.38%	1,150,764	125,000 0.11%	114,343,633 97.75%	2,637,802 2.25%	1,150,764	Passed
4 ASX Listing Rule 7.1A Approval of Future Issue of Securities	P	111,136,011	108,097,906 97.27%	2,913,105 2.62%	1,039,933	125,000 0.11%	114,179,161 97.51%	2,913,105 2.49%	1,039,933	Passed
5 Approval of Issue of Performance Rights to Adam Brimo, CEO and Director of the Company	P	105,319,799	101,241,761 96.13%	3,953,038 3.75%	6,856,145	125,000 0.12%	107,196,658 96.44%	3,953,038 3.56%	6,982,503	Passed
6 Approval of Issue of Director Options to Adam Brimo, CEO and Director of the Company	P	105,319,799	101,241,761 96.13%	3,953,038 3.75%	6,856,145	125,000 0.12%	107,196,658 96.44%	3,953,038 3.56%	6,982,503	Passed
7 Approval of Issue of Director Options to Spiro Pappas, Chair and Director of the Company	P	112,160,916	108,247,378 96.51%	3,788,538 3.38%	15,028	125,000 0.11%	110,649,542 96.69%	3,788,538 3.31%	3,694,119	Passed
8 Approval of Issue of Director Options to Matthew Reede, Director of the Company	P	112,130,916	108,217,378 96.51%	3,788,538 3.38%	15,028	125,000 0.11%	114,298,633 96.79%	3,788,538 3.21%	15,028	Passed



			Proxy Votes				Poll Results (if applicable)			Results
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
9 Approval to Issue Shares to Related Party and Resulting Increase in Relevant Interest in Voting Shares of the Company	P	21,454,333	20,038,135 93.40%	1,291,198 6.02%	1,035,736	125,000 0.58%	26,119,390 95.29%	1,291,198 4.71%	1,035,736	Passed

