

# 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

|                       |                      |
|-----------------------|----------------------|
| <b>Name of entity</b> | OpenLearning Limited |
| <b>ABN</b>            | 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.

|                            |               |
|----------------------------|---------------|
| <b>Name of director</b>    | Matthew Reede |
| <b>Date of last notice</b> | 3 July 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.

|                                                                  |                                                                                                                                                                                       |
|------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                               | Indirect                                                                                                                                                                              |
| <b>Nature of indirect interest (including registered holder)</b> | Euphrates Capital Pty Ltd <Euphrates Superfund A/C> - Mr Reede is a director of Euphrates Capital Pty Ltd and a beneficiary of Euphrates Superfund A/C.                               |
| <b>Date of change</b>                                            | a) 5 November 2024<br>b) 7 November 2024                                                                                                                                              |
| <b>No. of securities held prior to change</b>                    | Direct:<br>1,000,000 Ordinary Fully Paid Shares<br>1,000,000 Unlisted Options, exercisable at \$0.05 and expiring on 28/6/2029                                                        |
| <b>Class</b>                                                     | Ordinary Fully Paid Shares                                                                                                                                                            |
| <b>Number acquired</b>                                           | a) 37,100<br>b) 151,319<br>Total: 188,419                                                                                                                                             |
| <b>Number disposed</b>                                           | NIL                                                                                                                                                                                   |
| <b>Value/Consideration</b>                                       | \$0.015 per share                                                                                                                                                                     |
| <b>No. of securities held after change</b>                       | Direct:<br>1,000,000 Ordinary Fully Paid Shares<br>1,000,000 Unlisted Options, exercisable at \$0.05 and expiring on 28/6/2029<br><br>Indirect:<br>188,419 Ordinary Fully Paid Shares |
| <b>Nature of change</b>                                          | N/A                                                                                                                                                                                   |

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

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.

<sup>+</sup> See [chapter 19](#) for defined terms.

|                                                                             |     |
|-----------------------------------------------------------------------------|-----|
| Detail of contract                                                          | N/A |
| Nature of interest                                                          | N/A |
| Name of registered holder<br>(if issued securities)                         | N/A |
| Date of change                                                              | N/A |
| No. and class of securities<br>to which interest related<br>prior to change | N/A |
| Interest acquired                                                           | N/A |
| Interest disposed                                                           | N/A |
| Value/Consideration                                                         | N/A |
| Interest after change                                                       | N/A |

### Part 3 - <sup>+</sup>Closed period

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

<sup>+</sup> See [chapter 19](#) for defined terms.  
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