Tel: +61 2 9019 2800 **Fax:** +61 2 8214 5869

ABN: 50 103 827 836

ASX ANNOUNCEMENT

October 1, 2015

Cleansing Statement - Issue of shares to CEO, CFO and COO

Notice given under section 708A(5)(e) Corporations Act (C'th) 2001

Dear Sir,

This notice is given by 3P Learning Limited (ASX: 3PL) (the '**Company**') under section 708A(5)(e) of the *Corporations Act 2001* (C'th) (the '**Corporations Act'**).

100,000 ordinary shares in the Company (each an '**Ordinary Share**') were issued today without disclosure to investors under Part 6D.2 of the Corporations Act as follows:

- 40,000 Ordinary Shares were issued to Timothy Wheaton Power, the Chief Executive Officer of the Company;
- 30,000 Ordinary Shares were issued to Jonathan Claude Kenny, the Chief Financial Officer of the Company; and
- 30,000 Ordinary Shares were issued to Lyn See, the Chief Operating Officer of the Company.

The Company advises that, as at the date of this notice, the Company has complied with:

- a. the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
- b. section 674 Corporations Act.

The Company confirms that, as at the date of this notice, there is no excluded information within the meaning of sections 708A(7) and 708A(8) of the Corporations Act required to be disclosed under section 708A(6)(e) of the Corporations Act.

Yours faithfully

ENDS

Read more at www.3plearning.com/hello

Contact

Tim Power, Managing Director tim.power@3plearning.com

Jonathan Kenny, Chief Financial Officer jonathan.kenny@3plearning.com