



Keypath Education International, Inc.

ARBN: 649 711 026

ASX code: KED

www.keypathedu.com

ASX ANNOUNCEMENT – MAY 2, 2023

SPECIAL MEETING OF STOCKHOLDERS – RESULTS OF MEETING

Chicago, USA and Melbourne, AUS, Keypath Education International, Inc. (ASX: KED) (Keypath) advises that as required by ASX Listing Rule 3.13.2, the results of the Special Meeting of Stockholders held today, Tuesday, May 2, 2023 at 8.30am Sydney time / Monday, May 1, 2023 at 5.30pm Chicago time, are set out below.

Meeting results

Resolution 1	Amendment and Restatement of Keypath's Certificate of Incorporation to allow redemption, buyback or sale of small holdings	Passed
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This announcement has been authorized by Eric Israel, General Counsel and Company Secretary.

Ends.

Investor Contact

Malcolm McNab

Director of Investor Relations

Keypath Education

malcolm.mcnab@keypathedu.com.au

+61 3 9081 8945

About Keypath

Founded in 2014, Keypath is a global, market-leading edtech company in the online program management (OPM) market. In collaboration with its university partners, Keypath delivers career-relevant, technology-enabled online higher education programs with the goal of preparing students for the future of work. The suite of services Keypath provides to its university partners includes designing, developing, launching, marketing, and managing online programs. Keypath also undertakes market research and provides student recruitment, support and placement services. The services

Keypath provides are underpinned by KeypathEDGE, its integrated technology and data platform. Keypath has approximately 750 employees with operations in Australia, the United States, Canada, the UK, Malaysia and Singapore.

Restriction on purchases of CDIs by U.S. persons

Keypath is incorporated in the U.S. State of Delaware and none of its securities have been registered under the U.S. Securities Act of 1933 or the laws of any state or other jurisdiction in the United States. Trading of Keypath's CHESS Depositary Interests ("CDIs") on the Australian Securities Exchange (ASX) is not subject to the registration requirements of the U.S. Securities Act in reliance on Regulation S under the U.S. Securities Act and a related 'no action' letter issued by the U.S. Securities and Exchange Commission to the ASX in 2000. As a result, the CDIs are "restricted securities" (as defined in Rule 144 under the U.S. Securities Act) and may not be sold or otherwise transferred except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. For instance, U.S. persons who are qualified institutional buyers ("QIBs", as defined in Rule 144A under the U.S. Securities Act) may purchase CDIs in reliance on the exemption from registration provided by Rule 144A. To enforce the transfer restrictions, the CDIs bear a FOR Financial Product designation on the ASX. This designation restricts any CDIs from being sold on ASX to U.S. persons excluding QIBs. In addition, hedging transactions with regard to the CDIs may only be conducted in compliance with the U.S. Securities Act.



KEYPATH EDUCATION INTERNATIONAL, INC.
Special Meeting of Stockholders (May 2, 2023)

Final Voting Summary

Eligible Votes:	213,720,128
Voted Total (excludes Abstain):	181,183,327
Voted Total (%):	84.78%

Resolution	Vote type	Proxy Vote Result		Poll result
1. Amendment and Restatement of Keypath's Certificate of Incorporation to allow redemption, buy-back or sale of small holdings	For	181,116,169	99.96%	Carried
	Against	67,158	0.04%	
	Abstain	195	N/A	