



Announcement Summary

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**Entity name**

3P LEARNING LIMITED..

**Date of this announcement**

Thursday February 10, 2022

**The +securities the subject of this notification are:**

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

**Total number of +securities to be issued/transferred**

<b>ASX +security code</b>	<b>Security description</b>	<b>Total number of +securities to be issued/transferred</b>	<b>Issue date</b>
New class - code to be confirmed	1,949,037 unquoted Share Appreciation Rights under 3PL's FY22 Long Term Incentive Plan	1,949,037	07/02/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of entity**

3P LEARNING LIMITED..

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

**1.2 Registered number type**

ABN

**Registration number**

50103827836

**1.3 ASX issuer code**

3PL

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

10/2/2022



Part 2 - Issue details

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**2.1 The +securities the subject of this notification are:**

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

**2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:**

does not have an existing ASX security code ("new class")



Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

**ASX +security code**

New class - code to be confirmed

**+Security description**

1,949,037 unquoted Share Appreciation Rights under 3PL's FY22 Long Term Incentive Plan

**+Security type**

Other

**ISIN code****Date the +securities the subject of this notification were issued**

7/2/2022

**Will all the +securities issued in this class rank equally in all respects from their issue date?** Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?** Yes**Provide details of the KMP or +associates being issued +securities.****Name of KMP**

Mr Jose Dante Palmero

**Name of registered holder**

Mr Jose Dante Palmero

**Number of +securities**

753,589

**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**For a copy of the Equity Incentive Plan Rules: <https://www.3plearning.com/investors/governance/>**Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms**A summary can be found here <https://marketing-cdn.3plearning.com/uploads/docs/investor/20220207-Summary-of-SAR-Terms.pdf>**Any other information the entity wishes to provide about the +securities the subject of this notification**



Issue details

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**Number of +securities**

1,949,037

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Part 4 - +Securities on issue

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**Following the issue, conversion or payment up of the +securities the subject of this application, the +securities 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)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
3PL : ORDINARY FULLY PAID	276,484,170

**4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)**

<b>ASX +security code and description</b>	<b>Total number of +securities on issue</b>
3PLAD : PERFORMANCE RIGHTS	846,054
New class - code to be confirmed : 1,949,037 unquoted Share Appreciation Rights under 3PL's FY22 Long Term Incentive Plan	1,949,037



Part 5 - Other Listing Rule requirements

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**5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?**

No

**5.2 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?**

No

**5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

No

**5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

N/A