

Cleansing Notice under Section 708A(5)(e) of the Corporations Act

Sydney, Australia, 22 December 2025: OpenLearning Limited (ASX: OLL), the AI powered SaaS platform for lifelong learning ('**OpenLearning**' or '**Company**') refers to the Appendix 2As released to the ASX today detailing that on 22 December 2025, the Company allotted and issued 234,275,859 fully paid ordinary shares (**Shares**) following a private placement and conversion of debt to equity as approved by shareholders at a General Meeting held on Monday, 15 December 2025.

The Company gives this notice in accordance with section 708A(5)(e) of the Corporations Act 2001 (Cth) (**Corporations Act**) and states the following:

1. the Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
2. 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. sections 674 and 674A of the Corporations Act;
3. as at the date of this notice, there is no "excluded information" for the purposes of sections 708A(7) and 708A(8) of the Corporations Act that is required to be set out in this notice under section 708A(6)(e) of the Act.

Ends.

Authorised by the Board of Directors

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.

For further information, please contact:**Company**

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About OpenLearning

OpenLearning is an AI powered learning management system.

The platform provides a full suite of tools for online learning, course creation and delivery, for education institutions, corporations and government.

OpenLearning is a trusted partner to more than 250 leading education providers, who have delivered tens of thousands of courses to over 3 million learners through its platform.

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

To learn more, please visit: solutions.openlearning.com