

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **3P Learning Ltd ("3PL")**ACN/ARSN **103 827 836****1. Details of substantial holder (1)**

Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for the Blake Sandblom Trust
Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for the BEL Unit Trust
KPIT Pty Ltd (ACN 132 677 162) as trustee for KP Investment Trust
SD&M Software Pty Ltd (ACN 002 746 474) (SD & M Pty Limited Super Fund Account) ("SD&M")
Wendy Beckett ("Beckett")
Blake Beckett Pty Ltd as trustee for Blake Beckett Trust
Pascal Educational Services Pty Ltd as trustee for Blake Sandlom A/C
Kalaci Pty Ltd (ACN 003 848 628)

(The Blake shareholders)

ACN/ARSN (if applicable) **see above**There was a change in the interests of the substantial holder on **28/04/2026**The previous notice was given to the company on **01/04/2026**The previous notice was dated **01/04/2026****2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
The Blake shareholders	138,764,838	50.85%	151,674,506	51.91%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
See Appendix 1 attached					

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
See Appendix 2 attached					

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
n/a	

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
See Appendix 3 attached	

Signature

print name **Matthew Sandblom**

capacity **Director**

sign here

 date **15/2025**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:

- (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
- (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
 - (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
 - (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.
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Appendix 1

Trade Date	Transaction	Units	Average Price (\$)
28/04/2026	On Market Transfer	50,000	0.2850
28/04/2026	On Market Transfer	50,000	0.2850
28/04/2026	On Market Transfer	50,000	0.2850
28/04/2026	On Market Transfer	50,000	0.2850
28/04/2026	On Market Transfer	50,000	0.2850
28/04/2026	On Market Transfer	50,000	0.2850
28/04/2026	On Market Transfer	50,000	0.2850
17/04/2026	On Market Transfer	1,040	0.2800
16/04/2026	On Market Transfer	10,935	0.2800
15/04/2026	On Market Transfer	8,025	0.2800
15/04/2026	On Market Transfer	30,000	0.2900
15/04/2026	On Market Transfer	20,000	0.2800
13/04/2026	On Market Transfer	72	0.3100
10/04/2026	On Market Transfer	23	0.3100
9/04/2026	On Market Transfer	9,905	0.3100
7/04/2026	On Market Transfer	50,000	0.2800
7/04/2026	On Market Transfer	29,668	0.2600
7/04/2026	On Market Transfer	50,000	0.2780
7/04/2026	On Market Transfer	50,000	0.2810
7/04/2026	On Market Transfer	50,000	0.2790
2/04/2026	On Market Transfer	100,000	0.2820
2/04/2026	On Market Transfer	100,000	0.2750
2/04/2026	On Market Transfer	100,000	0.2750
2/04/2026	On Market Transfer	100,000	0.2750
2/04/2026	On Market Transfer	100,000	0.2750
2/04/2026	On Market Transfer	50,000	0.2750
2/04/2026	On Market Transfer	50,000	0.2750
31/03/2026	On Market Transfer	50,000	0.2830
31/03/2026	On Market Transfer	50,000	0.2830
31/03/2026	On Market Transfer	100,000	0.2830
31/03/2026	On Market Transfer	100,000	0.2850
31/03/2026	On Market Transfer	100,000	0.2830
31/03/2026	On Market Transfer	100,000	0.2850
31/03/2026	On Market Transfer	100,000	0.2850
31/03/2026	On Market Transfer	100,000	0.2780
31/03/2026	On Market Transfer	100,000	0.2780
31/03/2026	On Market Transfer	100,000	0.2780
31/03/2026	On Market Transfer	100,000	0.2780
31/03/2026	On Market Transfer	100,000	0.2780
30/03/2026	On Market Transfer	100,000	0.2850
30/03/2026	On Market Transfer	100,000	0.2850
30/03/2026	On Market Transfer	100,000	0.2850
30/03/2026	On Market Transfer	100,000	0.2840
30/03/2026	On Market Transfer	100,000	0.2790
30/03/2026	On Market Transfer	100,000	0.2760
30/03/2026	On Market Transfer	50,000	0.2750

Appendix 2 Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities	Person's votes
Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for the Blake Sandblom Trust	Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for the Blake Sandblom Trust	Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for the Blake Sandblom Trust	82,200,000 ordinary	82,200,000
Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for the BEL Unit Trust	Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for the BEL Unit Trust	Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for the BEL Unit Trust	13,700,000 ordinary	12,787,000
KPIT Pty Ltd (ACN 132 677 162) as trustee for KP Investment Trust	KPIT Pty Ltd (ACN 132 677 162) as trustee for KP Investment Trust	KPIT Pty Ltd (ACN 132 677 162) as trustee for KP Investment Trust	41,100,000 ordinary	40,850,000
SD & M Software Pty Ltd (ACN 002 746 474)(SD & M Pty Limited Super Fund Account)	SD & M Software Pty Ltd (ACN 002 746 474)(SD & M Pty Limited Super Fund Account)	SD & M Software Pty Ltd (ACN 002 746 474)(SD & M Pty Limited Super Fund Account)	90,000 ordinary	2,376,262
Wendy Louise Beckett	Wendy Louise Beckett	Wendy Louise Beckett	130,000 ordinary	130,000
Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for Blake Sandlom A/C	Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for Blake Sandlom A/C	Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for Blake Sandlom A/C	761,576 ordinary	3,291,244
Kalaci Pty Ltd (ACN 003 848 628)	Kalaci Pty Ltd (ACN 003 848 628)	Kalaci Pty Ltd (ACN 003 848 628)	40,000 ordinary	40,000

Nature of Association

Name and ACN/ARSN (if applicable)	Nature of association
Blake Shareholders SD&M Beckett	The Blake Shareholders, SD&M and Beckett are associates of each other because of an agreement, arrangement or understanding between them for the purposes of influencing
Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for the Blake Sandblom Trust (the "Blake S Trust") Matthew Blake Sandblom	Matthew Blake Sandblom is an associate of the Blake S Trust as he is the sole director, secretary and shareholder of Pascal Educational Services Pty Ltd (ACN 082 850 744).
Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for the BEL Unit Trust (the "BEL U Trust") Matthew Blake Sandblom	Matthew Blake Sandblom is an associate of the BEL U Trust as he is the sole director, secretary and shareholder of Pascal Educational Services Pty Ltd (ACN 082 850 744).
KPIT Pty Ltd (ACN 132 677 162) as trustee for KP Investment Trust ("KP I Trust") Katherine Pike	Katherine Pike is an associate of the KP I Trust as she is the sole director, secretary and shareholder of KPIT Pty Ltd (ACN 132 677 162) and has the power to control the KP I Trust.
Kalaci Pty Ltd (ACN 003 848 628) Matthew Blake Sandblom	Matthew Blake Sandblom is a director and shareholder of Kalaci Pty Ltd

Appendix 3 - Addresses

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Pascal Educational Services Ply Ltd (ACN 082 850 744) as trustee for the Blake Sandblom Trust	649-655 Parramatta Road, Leichhardt, NSW, 2040
Pascal Educational Services Pty Ltd (ACN 082 850 744) as trustee for the BEL Unit Trust	649-655 Parramatta Road, Leichhardt, NSW, 2040
KPIT Ply Ltd (ACN 132 677 162) as trustee for KP Investment Trust	20 Croydon Street, Petersham, NSW, 2049
SD&M Software Ply Ltd (ACN 002 746 474) (SD & M Ply Limited Super Fund Account)	649-655 Parramatta Road, Leichhardt, NSW, 2040
Wendy Louise Beckett	Unit 43, 501 Glebe Point Road, Glebe, NSW 2037
Blake Beckett Pty Ltd as trustee for Blake Beckett Trust	655 Parramatta Road, Leichhardt, NSW, 2040
Pascal Educational Services Pty Ltd as trustee for Blake Sandlom A/C	PO BOX 250 ,NSW,AUS,2037
Kalaci Pty Ltd	PO BOX 250 ,NSW,AUS,2037