

Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder**

To Company Name/Scheme

3P Learning Limited

ACN/ARSN

ACN 103 827 836

1. Details of substantial holder (1)

Name	Salt Funds Management Limited
ACN/ARSN (if applicable)	N/A
The holder ceased to be a substantial holder on:	19 September 2017
The previous notice was given to the company on:	27 June 2017
The previous notice was dated:	23 June 2017

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change(5)	Class (6) and number of securities affected	Person's votes affected
See Annexure 1					

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
NA	NA

4. Addresses

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

Name	Address
Salt Funds Management Limited	Level 3, 44 Queen Street, Auckland 1010, New Zealand

Signature

print name Julia Diepbrink
sign here



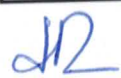
capacity Operations Analyst
date 21 / 09 / 2017

Annexure 1

Company
ACN/ARSN

3P Learning Limited
103 827 836

Holder of relevant interest	Nature of transaction	Date of transaction	Consideration (9)		Class and number of securities
			Cash	Non-cash	
Salt Funds Management Ltd	Purchase	29-06-17	\$911,820.00		910,000 Ordinary
Salt Funds Management Ltd	Sale	29-06-17	\$156,473.00		150,000 Ordinary
Salt Funds Management Ltd	Sale	19-09-17	\$5,489,000.00		5,000,000 Ordinary


Julia Diepbrink

21-09-17
Date

Operations Analyst
Capacity