



Announcement Summary

Entity name

JANISON EDUCATION GROUP LIMITED

Announcement Type

New announcement

Date of this announcement

Friday September 08, 2023

The +securities to be quoted are:

☒ Other

Total number of +securities to be quoted

ASX +security code	Security description	Number of +securities to be quoted	Issue date
JAN	ORDINARY FULLY PAID	7,449,952	08/09/2023

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

JANISON EDUCATION GROUP LIMITED

We (the entity named above) apply for +quotation of the following +securities and agree to the matters set out in Appendix 2A of the ASX Listing Rules.

1.2 Registered number type

ABN

Registration number

90091302975

1.3 ASX issuer code

JAN

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

8/9/2023



Part 2 - Type of Issue

2.1 The +securities to be quoted are:

☒ Other

2.2 The +securities to be quoted are:

☒ Additional +securities in a class that is already quoted on ASX ("existing class")

2.3c Have these +securities been offered under a +disclosure document or +PDS?

☒ No

2.3d Please provide any further information needed to understand the circumstances in which you are applying to have these +securities quoted on ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

An Appendix 3B was released to the ASX on 24 November 2021 detailing the shares that were to be issued as part of the consideration for the acquisition of 100% of the shares of Academic Assessment Services Pty Ltd as announced on 24 November 2021. The earn out share consideration to be issued was estimated based on the share price at that time.

2.4 Any on-sale of the +securities to be quoted within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

☒ The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)



Part 3B - number and type of +securities to be quoted (existing class) where issue has not previously been notified to ASX in an Appendix 3B

Additional +securities to be quoted in an existing class

ASX +security code and description

JAN : ORDINARY FULLY PAID

Issue date

8/9/2023

Will the +securities to be quoted rank equally in all respects from their issue date with the existing issued +securities in that class?

☒ Yes

Issue details

Number of +securities to be quoted

7,449,952

Are the +securities being issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

The shares are to be issued as part of the earn out share consideration for the acquisition of Academic Services Pty Ltd as announced on 24 November 2021.

Please provide an estimate (in AUD) of the value of the consideration being provided per +security for the +securities to be quoted

0.576440

Any other information the entity wishes to provide about the +securities to be quoted

The shares will be subject to voluntary escrow for six months from the date of issue.

The purpose(s) for which the entity is issuing the securities

To pay for the acquisition of an asset

Please provide additional details

The acquisition of Academic Services Pty Ltd as announced on 24 November 2021.

**Part 4 - Issued capital following quotation**

Following the quotation of the +securities the subject of this application, the issued capital 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 on ASX following the +quotation of the +securities subject of this application)

ASX +security code and description	Total number of +securities on issue
JAN : ORDINARY FULLY PAID	246,298,788

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

ASX +security code and description	Total number of +securities on issue
JANAC : PERFORMANCE RIGHTS EXPIRING 30-JUN-2035	860,970
JANAE : PERFORMANCE RIGHTS EXPIRING 30-JUN-2037	2,286,212
JANAF : OPTION EXPIRING 10-NOV-2025 EX \$1.17	599,145
JANAD : PERFORMANCE RIGHTS EXPIRING 30-JUN-2036	2,397,128



Part 5 - Other Listing Rule requirements

5.1 Are the +securities being issued under an exception in Listing Rule 7.2 and therefore the issue does 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?

☒ Yes

5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

7,449,952

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