iCOLLEGE | ASX:ICT

THE FUTURE OF E-LEARNING

Investor Presentation, December 2014

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icollege Background

- iCollege Ltd listed on the ASX via a Reverse Takeover in May of 2014 by raising $2.7m
- Aggressively rolling out its proprietary online education platform and 100% owned course content
- The fully functional platform is now delivering courses worldwide, rapidly expanding course offerings and marketing/content partners over the coming months
- iCollege is filling a growing demand for skill based, vocational education
- Arms candidates with the skills they require to successfully access jobs across the world's major market sectors.
- The courses offered represent 55% of the worldwide educational market - dwarfing that of universities, colleges and other types of learning

icollege Corporate

Board of Directors

Hans de Back
Non Executive Chairman

- Over 14 years of international entrepreneurial experience across multiple high-tech industries
- Managing Partner of IncubAsia, an early stage technology investment firm
- Board Member of NASDAQ listed company

Victor Hawkins
Managing Director

- 10+ years experience as a management consultant to over 500 companies
- Successfully restructured an Education academy into a cloud based digital management business model: trained over 15.000 students

Ross Cotton
Executive Director

- Extensive experience in both equity capital markets and corporate finance
- Advising companies on strategy, financing & acquisitions across the technology, industrial and resource sectors for over 10 years

Philip Re
Non Executive Director

- Experienced Company Director having held positions at a number of ASX-listed companies
- Is the Director of a Chartered Accounting firm, Regency Partners, based in WA

Capital Structure

SHARES ON ISSUE : 59.3m

CASH BALANCE : $2.05m

MARKET CAP : $9.8m

SUBSTANTIAL HOLDERS :
Performa Capital Pty Ltd - 13.4%
Frontier Capital Pte Ltd - 7.4%
Traditional Securities Pty Ltd - 5.2%

TOP 20 SHAREHOLDERS : 53.6%

12 MONTH TRADING RANGE:
$0.10 - $0.20

Size of the Global Market

$97B

GLOBAL E-LEARNING MARKET

23%

E-LEARNING ANNUAL GROWTH

$4.4T

WORLDWIDE EDUCATION EXPENDITURE

$6.1B

AUSTRALIAN E-LEARNING MARKET

Source: IBIS World

"There are numerous opportunities for providers to tap into a receptive South- East Asian market that already has large exposure to Australian education," and "the take-up of online education depends on the platform used to deliver the course," (IBIS World Nov 2014).

Registered Training Organisations in Australia

4900 RTO's
IN AUSTRALIA

FRAGMENTED
MARKET

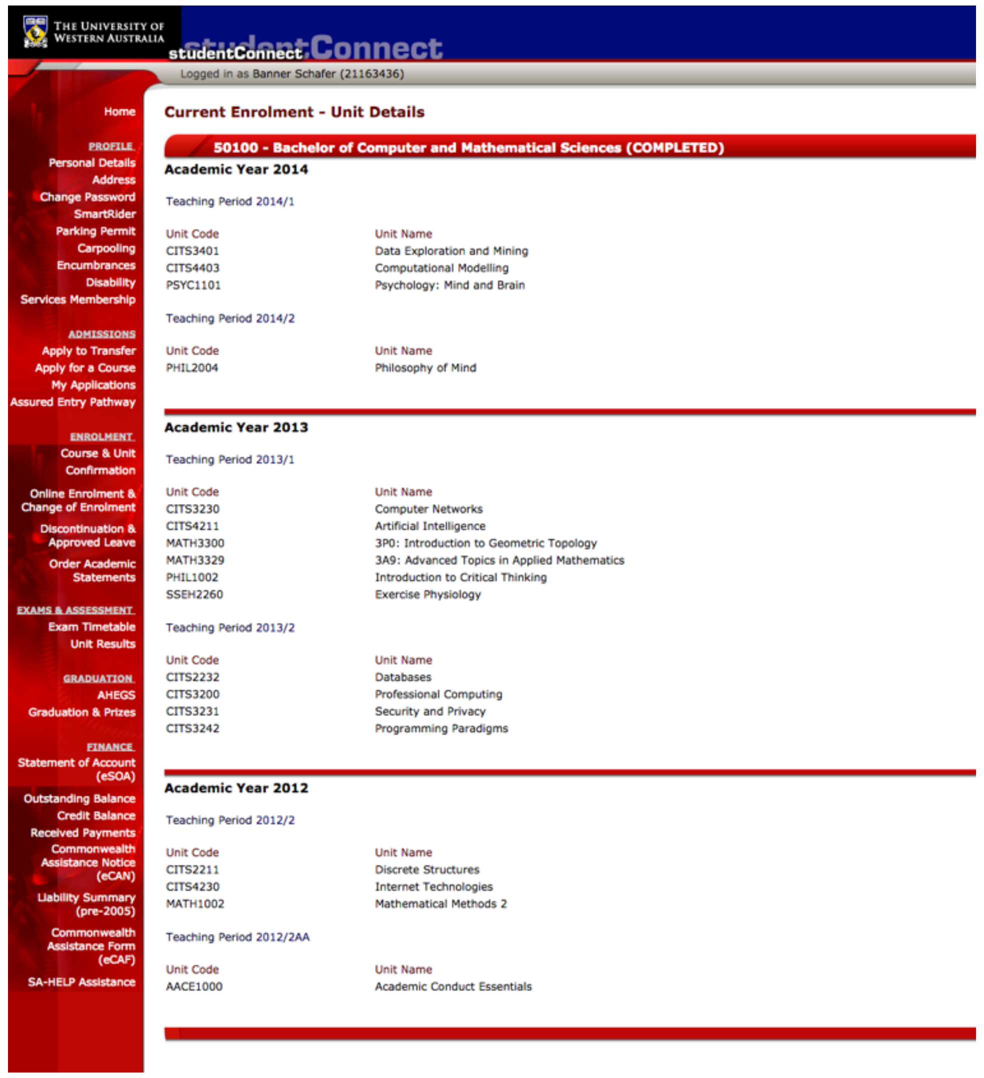
NO DOMINANT
PLAYERS

Existing Technology

Quick Comparison

Blackboard

37,000 clients across schools, universities and private enterprise

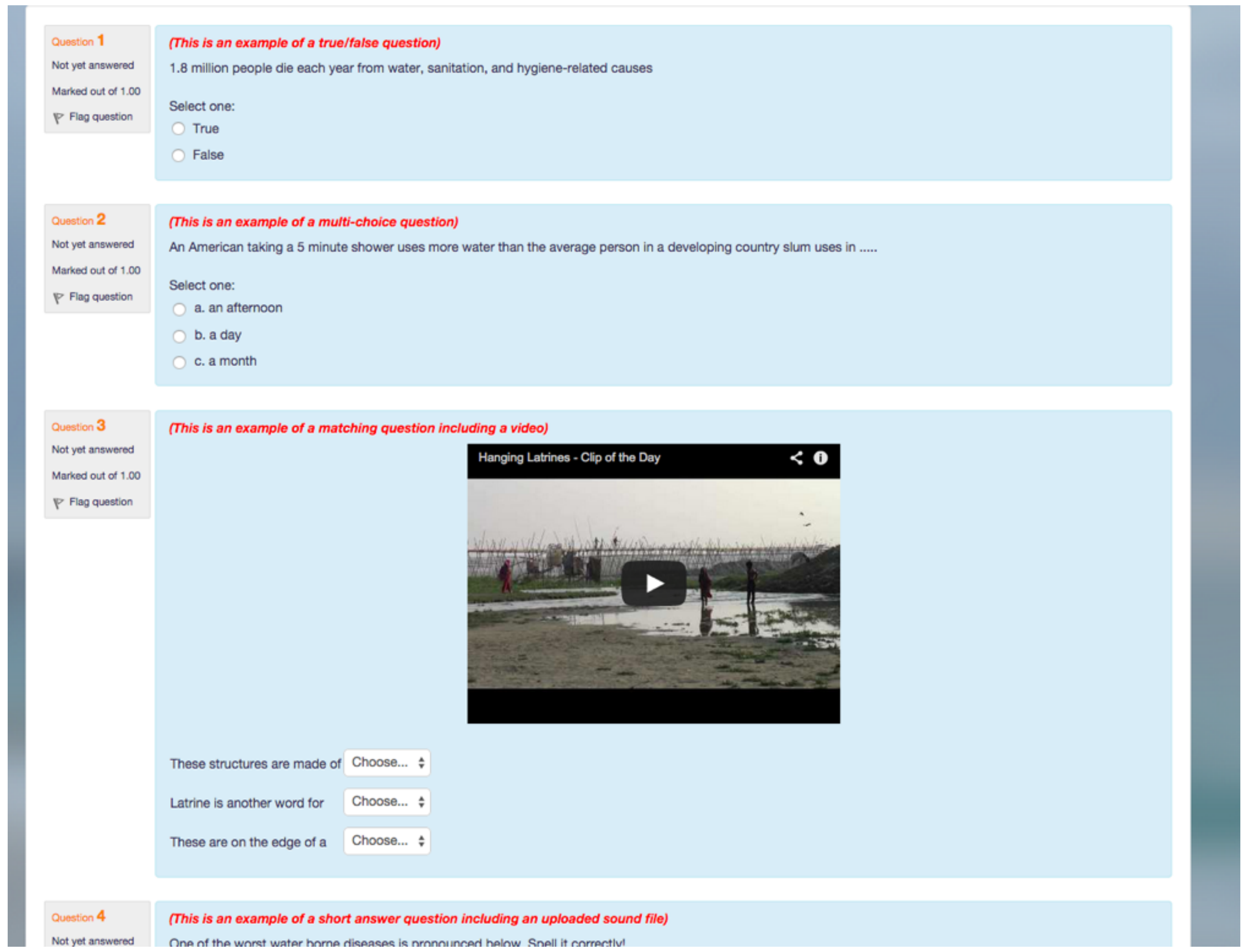


moodle

MOST POPULAR LMS

More than 83,000 organisations utilise the platform

70m students, 7.5m courses, 1.2m teachers



…but not mobile friendly.

college is the Solution

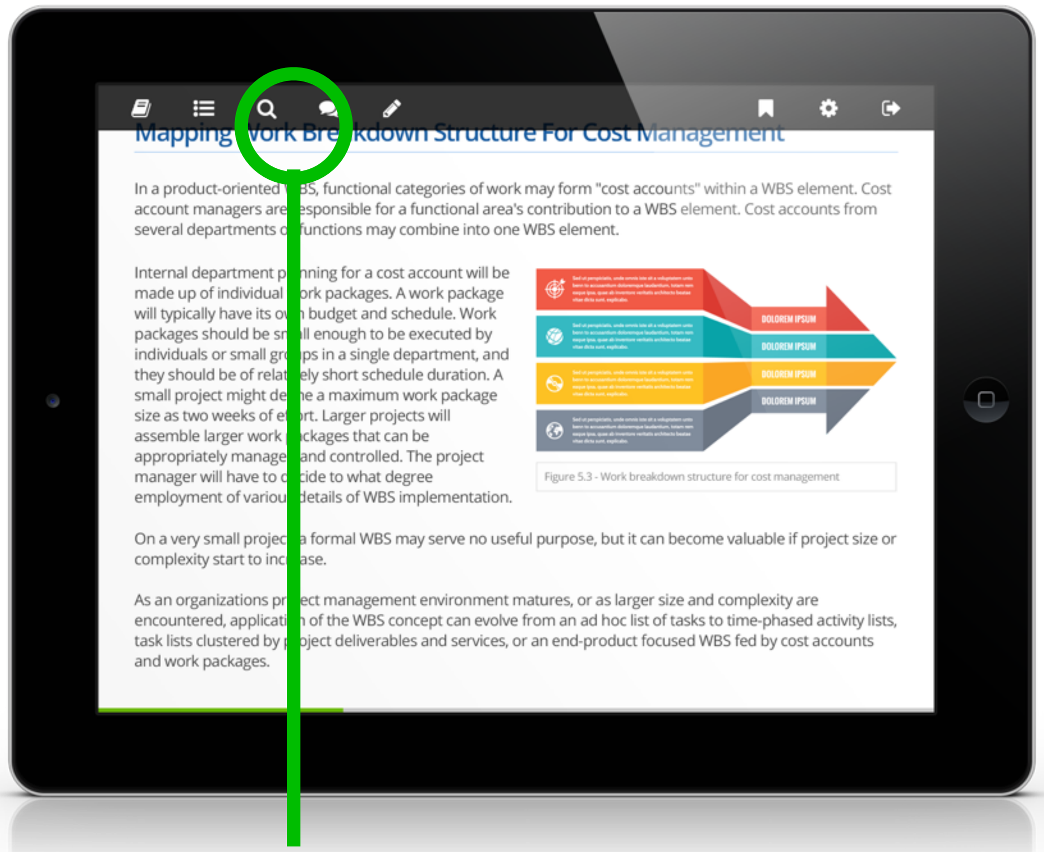
By providing a revolutionary platform,
moving traditional face-to-face education online,
targeting a global and growing audience,
and all backed by a content acquisition strategy,

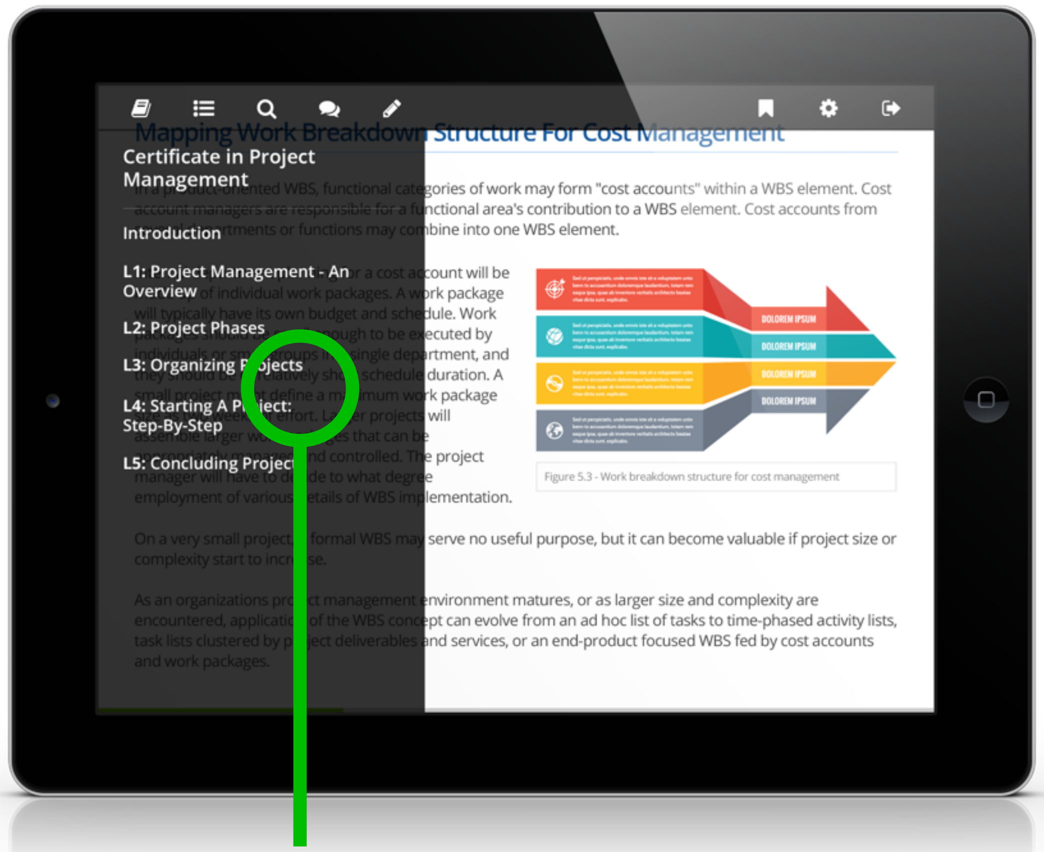
iCollege is the **FUTURE** of e-learning.

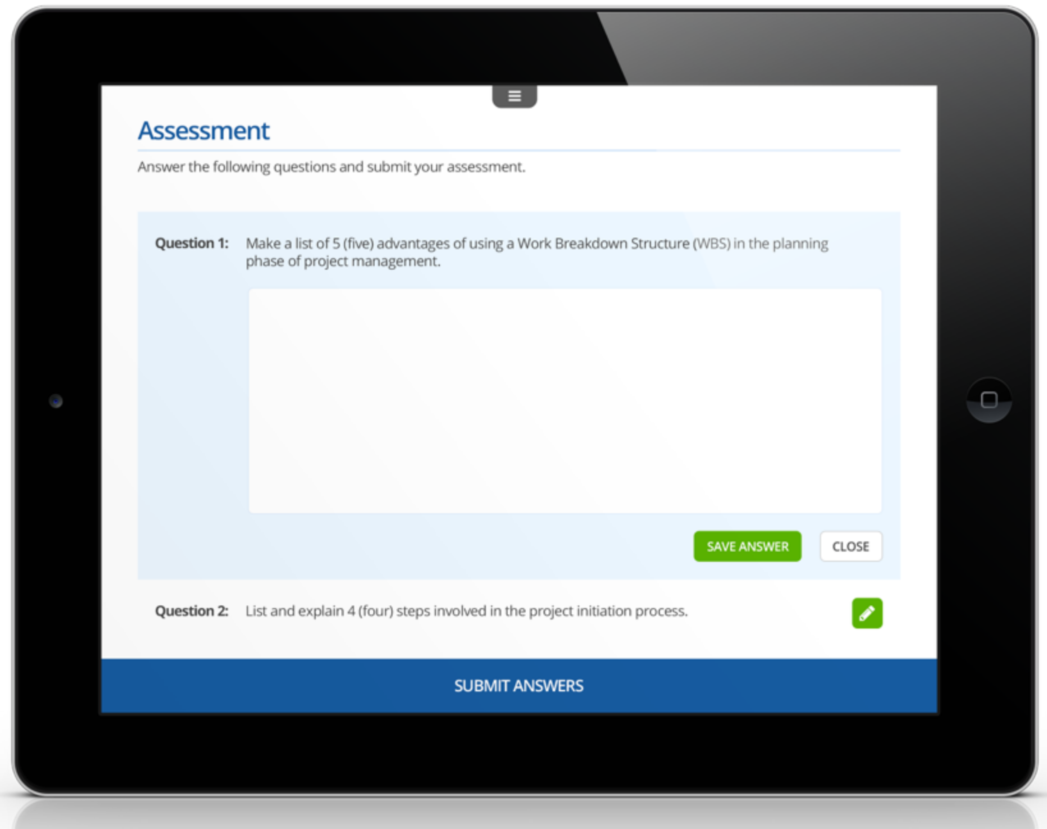
A TRULY MULTI SUPPORT **EDUCATION PLATFORM**

The icollege Platform

ALL OPTIONS ARE AVAILABLE IN **ONE TOUCH**







All options easily accessible :
- Search for key words
- Messaging with trainer
- Personal notes
- Visual settings
- Bookmarks

Easy and simple navigation : select the chapter or lesson you want to study

All the assessments done 100% online with the option to save it and submit later.

The icollege Platform offers…

…unique cloud based technology ***developed in-house*** over the last 6 years.

…an integrated platform which offers Learning and Business Management systems and ***mobile ready functionality***.

…***a customised interface*** for students, trainers and other training providers.

…a standardised platform ready for ***Global roll-out.***

…a visually smoother, ***interactive platform*** providing a richer customer experience.

…***superior analytics*** allied with an ***easy to operate*** system.

college is a Full Service Provider…

iCOLLEGE TO PROVIDE LICENCES FOR:

- CONTENT
- TECHNOLOGY PLATFORM
- COMPLIANCE TECHNOLOGY

...for Global Education.

iCOLLEGE OFFERS COURSES ACROSS A RANGE OF KEY SECTORS VIA:

- VOCATIONAL ACCREDITED & NON-ACCREDITED
- ACQUISITION OF EXISTING RTO'S & EDUCATION PROVIDERS

FURTHER EXPANSION IS UNDERWAY:

- UNIVERSITY
- PROFESSIONAL DEVELOPMENT
- APPRENTICESHIPS
- CRICOS

icollege Acquisition Strategy

- iCollege is focusing on the acquisition of profitable "traditional" education providers whereby it can leverage its technology to achieve :

  - A more flexible learning experience for students and;
  - Increased operational efficiencies and optimised EBIT margins

- Key sectors for growth are Health, Aged Care, Workplace Health & Safety, Management, Business, Fitness, Hospitality, Retail and Design

- Acquisitions are being sought at competitive EBIT multiples that will provide significant private/public arbitrage scenarios for iCollege shareholders

- Businesses that provide natural synergies and can be integrated to reduce duplication of operational functions are key

- Acquisitions in the $2m - $10m EBIT range are currently under consideration

- In addition to Australia, the key growth market for iCollege will be South East Asia and India, with the DLS acquisition already providing a valuable first access

icollege Integration Strategy

PLATFORM	Integrate acquired businesses and courses onto iCollege's LMS and central accounting system
CONTENT	Digitalisation and globalisation of all content to maximise cross-marketing opportunities and international delivery of courses
MARKETING	Consolidation of marketing, distribution networks and government funding

Completed Acquisitions

THE BOOKKEEPING SCHOOL

- Acquisition of **The Bookkeeping School** has been completed and a fully binding share sales agreement executed.
- iCollege will leverage its 100% mobile optimised Learning Management System to **The Bookkeeping School** to allow for online delivery of courses and management of students.
- Firm commitments are in place to raise $500,000 at $0.15 which will raise cash for settlement of the acquisitions.
- The acquisition of The Bookkeeping School allows iCollege to migrate to the new address of www.icollege.edu.au. **The Bookkeeping School** previously offered a number of accredited accounting and bookkeeping courses online.
- iCollege is pleased to announce there are firm commitments in place for the placement of 3,333,334 shares at $0.15 to raise $500,000. The Placement shares were offered with a 1 for 2 free attaching listed option, and was subscribed to by key strategic Sophisticated investors. The Placement was completed under the company's existing 7.1 and 7.1A Placement capacity.

DYNAMIC LEARNING SYSTEMS

- iCollege has completed Due Diligence and will enter into a fully binding share sales agreement to acquire 100% of the issued capital for the RTO Dynamic Learning Systems Pty Ltd (**"DLS")**..
- **DLS** is an accredited Vocational Education and Training (**VET**) Registered Training Organisation that offers 100% classroom based courses throughout Australia and Asia. It will be integrated entirely onto iCollege's online platform.
- **DLS** brings significant turnover and EBIT, generating $2.98m revenue and $1m in EBIT for the financial year ended June 2014.
- **DLS** have agreed to reduce the upfront cash payment from $1.5m to $1m.
- If the performance milestone of $1.3m EBIT is met by **DLS** for FY 2015, the vendors may recoup the $500k reduction in the upfront payment, by receiving a $500k increase in the first milestone payment, taking it from $500k to $1m.
- Therefore, even though the total acquisition consideration remains the same, iCollege is pleased that the management of **DLS** is able to demonstrate their confidence in meeting performance milestones as per the acquisition terms.

icollege :THE FUTURE OF E-LEARNING

- Has the first and only Global Vocational and Career online services provider
- Has a unique proprietary cloud based technology offering an integrated Learning and Business Management system with a Mobile ready Platform.
- Has an attractive commercialisation model providing multiple revenue streams.
- Has a highly scalable cost base
- Has a focused growth strategy
- Has a specialised and experienced management team

Ross Cotton,
Executive Director

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icollege

"EDUCATING THE WORLD"