

Form **603**
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To: Company Name/Scheme **IDP EDUCATION LIMITED**
ACN/ARSN **117 676 463**

1. Details of substantial holder ⁽¹⁾

Name SEEK Investments Pty Ltd, SEEK Limited and each of their related bodies corporate listed in Annexure A
ACN/ARSN (if applicable) 121 263 894 080 075 314

The holder became a substantial holder on 27/11/15

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities ⁽⁴⁾	Number of securities	Persons' votes ⁽⁵⁾	Voting power ⁽⁶⁾
Ordinary	250,294,968	250,294,968	100%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest ⁽⁷⁾	Class and number of securities
SEEK Investments Pty Ltd	Registered holder	125,147,484 ordinary shares
SEEK Investments Pty Ltd	Relevant interest in the shares held by Education Australia Limited by virtue of escrow arrangements entered into between Education Australia Limited and IDP Education Limited (as described in section 7.5 of the IDP Education Limited prospectus lodged with ASIC on 12 November 2015) as a result of the operation of section 608(3)(a) as, at the date of this notice, SEEK Investments Pty Ltd has voting power of over 20% in IDP Education Limited	125,147,484 ordinary shares
SEEK Limited	Relevant interest in all shares in which SEEK Investments Pty Ltd has a relevant interest as a result of the operation of section 608(3)(b), as sole shareholder of SEEK Investments Pty Ltd	250,294,968 ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder ⁽⁸⁾	Class and number of securities
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SEEK Investments Pty Ltd	SEEK Investments Pty Ltd	SEEK Investments Pty Ltd	125,147,484 shares	ordinary
SEEK Investments Pty Ltd	Education Australia Limited	Education Australia Limited	125,147,484 shares	ordinary
SEEK Limited	SEEK Investments Pty Ltd	SEEK Investments Pty Ltd	125,147,484 shares	ordinary
SEEK Limited	Education Australia Limited	Education Australia Limited	125,147,484 shares	ordinary

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration ⁽⁹⁾		Class and number of securities
		Cash	Non-cash	
N/A	N/A	N/A	N/A	N/A

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

7. Addresses

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

Name	Address
SEEK Investments Pty Ltd	Level 6, 541 St Kilda Road, Melbourne VIC 3004
SEEK Limited	Level 6, 541 St Kilda Road, Melbourne VIC 3004
Each of the parties listed in Annexure A	c/o Level 6, 541 St Kilda Road, Melbourne VIC 3004

Signature

print name MOANA WEIR capacity COMPANY SECRETARY

sign here



date 27/11/15

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 7 of the form.
- (2) See the definitions of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 to 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.

(6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(7) Include details of:

- (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.

(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) 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.

Annexure A

SEEK Campus Pty Ltd
SEEK NZ Limited
SEEK Learning Pty Ltd
SEEK Commercial Pty Ltd
Job Seeker Pty Ltd
SEEK International Investments Pty Ltd
SEEK International Investments II Cooperatie U.A.
Brasil Online Holdings Cooperatief U.A.
CTHO Online Holdings, LLC
Catho Online, Ltda.
Manager Online Servicos de Internet, Ltda.
Manager Online Servicos de Informatica Ltda
Online Career Centre Mexico S.A.P.I de CV
Online Career Center Mexico Inc.
SeekAsia Ltd
Jobs DB Inc
Jobs DB Hong Kong Limited
Jobs DB China Info'n Technology Ltd
Jobs DB Singapore Pte Limited
Jobs DB Recruitment (Thailand) Limited
Jobs DB Malaysia Sdn. Bhd.
PT. Jobs DB Indonesia
PT. Prestige Indonesia
Jobs DB Philippines Inc.
Ezyjobs (Thailand) Limited
Job88 (BVI) Inc.
Jobs DB Assets (Thailand) Limited
Jobs DB Prestige Inc.
Jobs DB Investments Limited
SEEK Asia Investments Pte Ltd
88 Karat Sdn Bdh
JobStreet.com Sdn Bdh
Agensi Pekerjaan JS Staffing Services Sdn. Bhd.
JobStreet.com Pte.Ltd.
JobStreet.com Phillipines, Inc.
PT JobStreet (Indonesia)
JobStreet.com Shared Services Sdn Bdh
JS Vietnam Holdings Pte Ltd
JobStreet Company Vietnam
JobStreet.com Limited
JS Recruitment Solutions Sdn Bdh
Zhaopin Limited
Beijing Wangpin Consulting Co. Ltd.
Zhilian Yipin (Beijing) Technology Co., Ltd.
Wangpin Information Consulting (Shanghai) Company Co., Ltd.
Zhilian Wangpin (Beijing) Technology Ltd.
Guangdong Zhilian Culture & Media Co., Ltd.
Jobs DB China Investments Limited
Guangzhou Houbo Information Technology Co., Ltd
Shenzhen Xijier Human Resources Co., Ltd
Beijing Zhilian Sanke Human Resources Service Co., Ltd.
Wuhan Zhilian Rencai Advertising Co., Ltd

Shenyang Zhilian Wangpin Advertising Co, Ltd.
Harbin Zhilian Wangcai Advertising Co., Ltd
Shenyang Zhilian Recruitment Service Co., Ltd.
Dalian Zhilian Advertising Co., Ltd.
Hangzhou Wangpin Advertising Co., Ltd.
Fuzhou Zhilian Advertising Co., Ltd.
Xiamen Zhilian Wangpin Commercial Service Co., Ltd.
HS Holdco Pty Ltd
International Education Holdco Pty Ltd