

# Notice of change of interests of substantial shareholder

Form 604  
Corporations Act  
Section 671B

To: IDP Education Ltd (“IEL”, Ordinary Fully Paid)

## 1. Details of substantial shareholder

Citigroup Global Markets Australia Pty Limited (ACN 003 114 832) and each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit [www.citigroup.com](http://www.citigroup.com)).

The previous notice was dated and given to the company on 10 May 2024.

## 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 had a relevant interest 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	Previous notice		Present notice	
	Person's votes	Voting power	Person's votes	Voting power
Ordinary Fully Paid	14,989,646	5.3854%	18,265,219	6.5623%

## 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	Class and number of securities affected
17 May 2024	Citigroup Global Markets Limited	Citigroup Global Markets Limited holds an increased relevant interest in these shares pursuant to contracts entered into subject to an obligation to return under a securities lending agreement <b>and</b> pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange, containing no terms and conditions other than standard terms and conditions. Refer Annexure A.	2,713,438 Ordinary Fully Paid

17 May 2024	Citigroup Global Markets Australia Pty Limited	Citigroup Global Markets Australia Pty Limited holds an increased relevant interest in these shares pursuant to contracts entered into subject to an obligation to return under a securities lending agreement <b>and</b> pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange, containing no terms and conditions other than standard terms and conditions. Refer Annexure A.	1,669,652 Ordinary Fully Paid
17 May 2024	Citigroup Global Markets Inc	Citigroup Global Markets Inc holds a decreased relevant interest in these shares pursuant to contracts entered into subject to an obligation to return under a securities lending agreement. Refer Annexure A.	-1,670,813 Ordinary Fully Paid
17 May 2024	Citibank, N.A	Citibank, N.A. holds a decreased relevant interest in these shares pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange, containing no terms and conditions other than standard terms and conditions.	-47 Ordinary Fully Paid
17 May 2024	Citibank, N.A. Sydney Branch	Citibank, N.A. Sydney Branch holds an increased relevant interest in these shares acting as Agent Lender and as the holder of securities subject to an obligation to return under a securities lending agreement. Refer Annexure A.	563,343 Ordinary Fully Paid

#### 4. Present relevant interests

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

Date of change	Person whose relevant interest changed	Nature of change	Class and number of securities affected
17 May 2024	Citigroup Global Markets Limited	Citigroup Global Markets Limited holds a relevant interest in these shares pursuant to contracts entered into subject to an obligation to return under a securities lending agreement <b>and</b> pursuant to contracts entered into in the ordinary course of business	3,103,385 Ordinary Fully Paid

		on a stock market of a stock exchange, containing no terms and conditions other than standard terms and conditions. Refer Annexure A.	
17 May 2024	Citigroup Global Markets Australia Pty Limited	Citigroup Global Markets Australia Pty Limited holds a relevant interest in these shares pursuant to contracts entered into subject to an obligation to return under a securities lending agreement <b>and</b> pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange, containing no terms and conditions other than standard terms and conditions. Refer Annexure A.	5,636,190 Ordinary Fully Paid
17 May 2024	Citigroup Global Markets Inc	Citigroup Global Markets Inc holds a relevant interest in these shares pursuant to contracts entered into subject to an obligation to return under a securities lending agreement. Refer Annexure A.	767,214 Ordinary Fully Paid
17 May 2024	Citibank, N.A	Citibank, N.A. holds a relevant interest in these shares pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange, containing no terms and conditions other than standard terms and conditions.	130 Ordinary Fully Paid
17 May 2024	Citibank, N.A. Sydney Branch	Citibank, N.A. Sydney Branch holds a relevant interest in these shares acting as Agent Lender and as the holder of securities subject to an obligation to return under a securities lending agreement. Refer to Annexure A.	8,758,300 Ordinary Fully Paid

**5. Changes in association**

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

No changes in association.

**6. Addresses**

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

Name	Address
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Citigroup Global Markets Limited	Citigroup Centre, Canary Wharf 33 Canada Square London, E14 5LB, United Kingdom
Citigroup Global Markets Australia Pty Limited	Citigroup Centre 2 Park St Sydney, NSW 2000 Australia
Citigroup Global Markets Inc	388 Greenwich St New York, NY 10013, United States
Citibank, N.A.	388 Greenwich St New York, NY 10013, United States
Citibank, N.A. Sydney Branch	Citigroup Centre 2 Park St Sydney, NSW 2000 Australia

Dated this day, 21 May 2024.



Alyson Sosa  
Markets & Securities Services Compliance Australia  
**Citigroup Global Markets Australia Pty Limited**  
T: +61 2 8225 4845

## Annexure A

This is Annexure A of 2 pages referred to in Form 604 'Notice of change of interests of substantial shareholder'.



Alyson Sosa

21 May 2024

Schedule (Loan)	
<b>Type of Agreement</b>	AMSLA / GMSLA / MSLA
<b>Parties to Agreement</b>	Various
<b>Transfer date</b>	Various
<b>Holder of voting rights</b>	Borrower
<b>Are there any restrictions on voting rights?</b>	No
<b>Scheduled return date</b>	Unknown
<b>Does the borrower have the right to return early?</b>	Yes
<b>If yes, details</b>	Standard AMSLA / GMSLA / MSLA terms
<b>Does the lender have the right to recall early?</b>	Yes
<b>If yes, details</b>	Standard AMSLA / GMSLA / MSLA terms
<b>Will the securities be returned on settlement?</b>	n/a
<b>Statement</b>	If requested by the company to whom the prescribed form must be given, or if requested by ASIC, Citi will give a copy of the AMSLA / GMSLA / MSLA to the company or ASIC.

<b>Schedule (Agency Lending Agreement)</b>	
<b>Type of Agreement</b>	Securities Lending Agency Agreement (SLAA)
<b>Parties to Agreement</b>	Various
<b>Circumstances under which the agent lender can exercise the authorisations in relation to the securities</b>	Agent Lender can only exercise authority, as agent, in relation to the lender's securities as defined and agreed in the Securities Lending Agency Agreement.
<b>Circumstances under which the agent lender is subject to any restrictions in how it can deal with the securities</b>	Lenders will define the restrictions and/or securities lending parameters in the Securities Lending Agency Agreement entered into with the lending agent. Such restrictions/parameters include specific designated accounts, lendable limits, acceptable collateral and/or cash reinvestment guidelines.
<b>Does the agent lender have the right to recall early?</b>	Agent Lenders have the right to early recall on behalf of Lender's instructions. However, the expectation is the Lender and Borrower would have mutually agreed no sales/recall of the securities during the duration of the loan term. Hence, borrowers are not obligated to return the securities early for termed loans.
<b>If yes, details</b>	Authorised under the standard Securities Lending Agency Agreement terms.
<b>Statement</b>	If requested by the company to whom the prescribed form must be given, or if requested by ASIC, Citi will give a copy of the authorisation agreement to the company or ASIC.