



8 June 2007

ASX ANNOUNCEMENT

A.B.C. LEARNING CENTRES LIMITED (ASX : ABS)

\$600 MILLION NOTES OFFER – ASX QUOTATION

A.B.C. Learning Centres Limited (**ABC**) today announced that it proposes to lodge an application for quotation of the ABC Notes on the Official List of the ASX. The ABC Notes, which are expected to commence trading on the ASX on or about 13 July 2007, are \$100 unsecured subordinated reset convertible notes, which are proposed to be issued by ABC to professional and sophisticated investors to raise up to \$600 million (**Offer**). The principal features of the Offer, including the Offer timetable, remain unchanged.

The meeting of ABC shareholders to approve for the purposes of ASX Listing Rule 7 the issue of the ABC Notes and the placement of 55 million new ordinary shares will be held at Riverside Centre Auditorium, Level 5, 123 Eagle Street, Brisbane on Thursday, 5 July 2007 at 12 noon. ABC shareholders should by now have received their notices of meeting in respect of this meeting of shareholders.

ABC has lodged a revised prospectus with ASIC and ASX today in respect of the proposed quotation of the ABC Notes.