Notification Waiver Determination

Pearson plc - Workera

Acquisition	Pearson plc, through NCS Pearson, Inc. (**NCS Pearson** and together with Pearson plc, **Pearson**), proposes to acquire Workera Corp (**Workera**) as described in the transaction documents provided as part of the application (the **Acquisition**).
Determination	The Australian Competition and Consumer Commission has determined under section 51ABV(1)(a) of the *Competition and Consumer Act 2010* (Cth) that the Acquisition is not required to be notified.
Date of determination	2 November 2026

Parties to the Acquisition	Pearson operates globally across the education, assessment and workplace learning sectors, and its products include educational content, digital learning products, assessment and testing services, English language learning solutions, professional certification, and licensing. Pearson's largest Australian presence is in English language learning and in the supply of school and educational resources for primary, secondary and tertiary institutions. Workera operates in the skills intelligence and assessment sector. It provides an AI-powered skills intelligence platform used by enterprise customers to assess and develop workforce capabilities.
Explanation for determination	In making this notification waiver determination, the Australian Competition and Consumer Commission (the **ACCC**) has considered the information provided with the notification waiver application and publicly available information, and had regard to the factors in section 51ABV(2)(b) of the *Competition and Consumer Act 2010* (Cth) (the **Act**). Based on the information provided in the application and currently before it, the ACCC considers that the Acquisition is unlikely to give rise to any material lessening of competition given: a. there is a small horizontal overlap between Pearson and Workera in the supply of digital workforce skills solutions in Australia, with the parties largely focussing on different services and customers in Australia b. Workera has a small presence in Australia c. there are alternative suppliers of digital workforce skills solutions in Australia d. there is a low risk of foreclosure or other concerning vertical or conglomerate effects resulting from exclusionary conduct, bundling or tying of products post-acquisition.

	In these circumstances, the ACCC does not consider it necessary to reach a concluded view on the likelihood of the notification thresholds being met. Given that material competition concerns are unlikely to arise, the ACCC has determined that the Acquisition is not required to be notified The ACCC considers that the determination is consistent with the object of the Act and the interests of consumers in promoting competition. For more information about the ACCC's approach to considering notification waiver applications and to assessing competition effects more generally, see the ACCC's guidance on notification waivers and merger assessment guidelines.

Determination made by Commissioner Woodward pursuant to a delegation under section 25(1) of the Act