

**RULES AND PROCEDURES
FOR THE CONDUCT OF
THE ANNUAL MEETING OF STOCKHOLDERS OF K12 INC.**

We would like to welcome you to the 2020 Annual Meeting of Stockholders of K12 Inc. In fairness to all stockholders in attendance and in the interest of an orderly meeting, we require that you honor the following rules of conduct:

1. The Annual Meeting will follow the above Agenda.
2. Recording of the Annual Meeting is prohibited.
3. Only stockholders as of the close of business on October 19, 2020, the record date for the Annual Meeting, or their proxy holders are entitled to submit questions and vote. To vote or submit questions, please login by entering the control number that you received with your proxy materials. If you have voted your shares prior to the start of the Annual Meeting, there is no need to vote those shares during the Annual Meeting, unless you wish to change your vote. Stockholders may vote until the polls close.
4. At the conclusion of the Annual Meeting, management will address appropriate questions from stockholders. Please note:
 - Each stockholder is limited to two questions.
 - Questions should be succinct and cover only one topic per question. There is a 4,000 character limit on questions submitted through the Annual Meeting webpage.
 - Questions from multiple stockholders on the same topic or that are otherwise related may be grouped, summarized and answered together.
 - In view of the substantial amount of information contained in the proxy materials and other company communications, the Chairperson reserves the right to (i) limit discussion on a particular topic if questions or comments become repetitive or if a particular viewpoint has been adequately expressed and (ii) end the discussion period after a reasonable time.
 - Management may choose to answer questions by posting answers to the investor relations section of the company's website.
5. The questions and comments of all stockholders are welcome. However, we will observe the purpose of the Annual Meeting, and the Chairperson does not intend to address questions and comments that are:
 - Irrelevant to the business of the company or the conduct of its operations;
 - Related to material non-public information of the company;
 - Related to pending or threatened litigation;
 - Derogatory references that are not in good taste;
 - Unduly prolonged (longer than one minute);
 - Substantially repetitious of statements made by other stockholders; or
 - Related to personal grievances.

Thank you,

K12 Inc.