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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**SCHEDULE 13G**

Under the Securities Exchange Act of 1934  
(Amendment No. )\*

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**Learn CW Investment Corporation**  
(Name of Issuer)

Class A Ordinary Shares, par value \$0.0001 per share  
(Title of Class of Securities)

G54157105  
(CUSIP Number)

December 31, 2023  
(Date of Event Which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	NAMES OF REPORTING PERSONS Spring Creek Capital, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 490,596 (1)
	6	SHARED VOTING POWER 0
	7	SOLE DISPOSITIVE POWER 490,596 (1)
	8	SHARED DISPOSITIVE POWER 0
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 490,596 (1)	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.25%	
12	TYPE OF REPORTING PERSON OO	

(1) Represents 490,596 Class A Ordinary Shares, par value \$0.0001 per share ("Public Shares"), of Learn CW Investment Corporation (the "Issuer").

1	NAMES OF REPORTING PERSONS	
	Koch Industries, Inc.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Kansas	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER
		490,596 (1)
	6	SHARED VOTING POWER
		0
	7	SOLE DISPOSITIVE POWER
		490,596 (1)
	8	SHARED DISPOSITIVE POWER
		0
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	490,596 (1)	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
	<input type="checkbox"/>	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
	5.25%	
12	TYPE OF REPORTING PERSON	
	CO	

- (1) Represents 490,596 Public Shares held by Spring Creek Capital, LLC. These Issuer securities may be deemed to be beneficially owned by Koch Industries, Inc. by virtue of its indirect ownership of Spring Creek Capital, LLC.

**Item 1(a). Name of Issuer:** Learn CW Investment Corporation (the “Issuer”)

**Item 1(b). Address of Issuer’s Principal Executive Officers** 11755 Wilshire Blvd., Suite 2320, Los Angeles, California 90025

**Item 2(a). Name of Person Filing:**

Spring Creek Capital, LLC (“Spring Creek”)  
SCC Holdings, LLC (“SCC”)  
KIM, LLC (“KIM”)  
Koch Investments Group, LLC (“KIG”)  
Koch Investments Group Holdings, LLC (“KIGH”)  
Koch Industries, Inc. (“Koch Industries”)

(Each a “Reporting Person,” and collectively, the “Reporting Persons”).

**Item 2(b). Address or Principal Business Office or, if None, Residence:**

The principal business office for all Reporting Persons is:

4111 E. 37th Street North  
Wichita, KS 67220

**Item 2(c). Citizenship:** See Item 4 of each cover page.

**Item 2(d). Title of Class of Securities:** Class A Ordinary Shares, par value \$0.0001 per share (“Public Shares”).

**Item 2(e). CUSIP No.:** G54157105.

**Item 3. If this Statement is Filed Pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing is a** Not applicable.

**Item 4. Ownership.**

(a) Amount beneficially owned: See Item 9 of each cover page.

(b) Percent of class: See Item 11 of each cover page. Calculated using 9,338,421 Public Shares outstanding as of December 1, 2023, as reported on the Issuer’s Quarterly Report on Form 10-Q filed with the SEC on December 1, 2023.

(c) Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote: See Item 5 of each cover page.
- (ii) Shared power to vote or to direct the vote: See Item 6 of each cover page.
- (iii) Sole power to dispose or to direct the disposition of: See Item 7 of each cover page.
- (iv) Shared power to dispose or to direct the disposition of: See Item 8 of each cover page.

Spring Creek is beneficially owned by SCC, SCC is beneficially owned by KIM, KIM is beneficially owned by KIG, KIG is beneficially owned by KIGH, and KIGH is beneficially owned by Koch Industries, in each case by means of ownership of all voting equity instruments.

Koch Industries, SCC, KIM, KIG, and KIGH may be deemed to beneficially own the Public Shares held by Spring Creek by virtue of (i) Koch Industries’ beneficial ownership of KIGH, (ii) KIGH’s beneficial ownership of KIG, (iii) KIG’s beneficial ownership of KIM, (iv) KIM’s beneficial ownership of SCC and (v) SCC’s beneficial ownership of Spring Creek. The filing of this Schedule 13G shall not be construed as an admission that any of SCC, KIM, KIG, KIGH, or Koch Industries is, for purposes of Sections 13(d) or 13(g) of the Exchange Act, the beneficial owner of any Public Shares covered by this Schedule 13G.

**Item 5. Ownership of 5 Percent or Less of a Class.**

Not applicable.

**Item 6. Ownership of More than 5 Percent on Behalf of Another Person.**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.**

Not applicable.

**Item 8. Identification and Classification of Members of the Group.**

Not applicable.

**Item 9. Notice of Dissolution of Group.**

Not applicable.

**Item 10. Certifications.**

Not applicable.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 9, 2024

**Spring Creek Capital, LLC**

By: /s/ Raffaele G. Fazio  
Name: Raffaele G. Fazio  
Title: Vice President and Secretary

**SCC Holdings, LLC**

By: /s/ Raffaele G. Fazio  
Name: Raffaele G. Fazio  
Title: Secretary

**KIM, LLC**

By: /s/ Raffaele G. Fazio  
Name: Raffaele G. Fazio  
Title: Vice President and Secretary

**Koch Investments Group, LLC**

By: /s/ Raffaele G. Fazio  
Name: Raffaele G. Fazio  
Title: Secretary

**Koch Investments Group Holdings, LLC**

By: /s/ Raffaele G. Fazio  
Name: Raffaele G. Fazio  
Title: Secretary

**Koch Industries, Inc.**

By: /s/ Raffaele G. Fazio  
Name: Raffaele G. Fazio  
Title: Assistant Secretary

**EXHIBIT INDEX**

<u>Exhibit Number</u>	<u>Title</u>
99.1	Joint Filing Agreement

## JOINT FILING AGREEMENT

This will confirm the agreement by and among the undersigned that the Schedule 13G filed with the Securities and Exchange Commission on or about the date hereof with respect to the beneficial ownership by the undersigned of Class A Ordinary Shares, par value \$0.0001 per share, of Learn CW Investment Corporation (this "Agreement"), is being filed, and all amendments thereto will be filed, on behalf of each of the persons and entities named below that is named as a reporting person in such filing in accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

Dated: February 9, 2024

**Spring Creek Capital, LLC**

By: /s/ Raffaele G. Fazio  
Name: Raffaele G. Fazio  
Title: Vice President and Secretary

**SCC Holdings, LLC**

By: /s/ Raffaele G. Fazio  
Name: Raffaele G. Fazio  
Title: Secretary

**KIM, LLC**

By: /s/ Raffaele G. Fazio  
Name: Raffaele G. Fazio  
Title: Vice President and Secretary

**Koch Investments Group, LLC**

By: /s/ Raffaele G. Fazio  
Name: Raffaele G. Fazio  
Title: Secretary

**Koch Investments Group Holdings, LLC**

By: /s/ Raffaele G. Fazio  
Name: Raffaele G. Fazio  
Title: Secretary

**Koch Industries, Inc.**

By: /s/ Raffaele G. Fazio  
Name: Raffaele G. Fazio  
Title: Assistant Secretary