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Legg Mason Asset Management Australia Limited. ABN 76 004 835 849. AFSL No. 240827

LEGG MASON

GLOBAL ASSET MANAGEMENT

**To: ASX Company Announcements
Platform**

**From: Legg Mason Asset Management
Australia Limited**

Fax: 1300 135 638

Fax: 03 9017 8665

Phone:

Phone: 03 9017 8617

Pages (Including cover): 9

Date: 26 March 2018

**Re: Submission of Form 603 re: G8
Education Ltd**

☐ Urgent ☐ For Review ☐ Please Comment ☐ Please Reply ☐ Please Recycle

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Notes:

Please find following Form 603 - Notice of initial substantial holder by Legg Mason Asset
Management Australia Limited

Notice of initial substantial shareholder

Form 603
Corporations Law
Section 671B

To:

G8 Education Ltd
 159 Varsity Parade, Varsity
 Lakes QLD 4227

1. Details of substantial shareholder

Legg Mason Asset Management Limited (ABN 76 004 838 849) and each of the bodies corporate listed in Annexure A

The holder became a substantial holder on 22/03/2018

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interest in the scheme that the substantial holder or an associate had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Person's vote	Voting Power
Fully Paid Ordinary	25,084,420	25,084,420	5.59%

3. Details of relevant interests

Holder of relevant interest	Nature of relevant interest	Class and number of securities
Legg Mason Asset Management Australia Limited	Shares were acquired 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	See Annexure C

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Class and number of securities
See Annexure C		

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration	Class and number of securities
Legg Mason Asset Management Australia Limited	Refer to Annexure B		

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ABN (if applicable)	Nature of association
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As per Annexure A	Each of the bodies corporate referred to in Annexure A is a related body corporate of Legg Mason Asset Management Australia Limited.
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7. Addresses

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

Name	Nature of association
Legg Mason Asset Management Australia Limited	Level 47, 120 Collins Street, Melbourne VIC 3000

26-March-2018



Rino Lupo
Legg Mason Asset Management Australia Limited

ANNEXURE A**Legg Mason, Inc. Subsidiaries**

Name of Undertaking	Nature of Close Link
Legg Mason, Inc.	Parent Undertaking
Legg Mason & Co., LLC	Subsidiary of Parent Undertaking
Legg Mason Asset Management Australia Limited	Subsidiary of Parent Undertaking
Legg Mason Asset Management Hong Kong Limited	Subsidiary of Parent Undertaking
Legg Mason Asset Management (Japan) Co., Ltd.	Subsidiary of Parent Undertaking
Legg Mason Asset Management Singapore Pte. Limited	Subsidiary of Parent Undertaking
Legg Mason Charitable Foundation, Inc.	Subsidiary of Parent Undertaking
Legg Mason International Equities Limited	Subsidiary of Parent Undertaking
Legg Mason Investment Funds Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Europe) Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Ireland) Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Taiwan) Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Switzerland) GmbH	Subsidiary of Parent Undertaking
Legg Mason Holding (Switzerland) GmbH	Subsidiary of Parent Undertaking
Legg Mason Political Action Committee ("PAC")	Subsidiary of Parent Undertaking
Legg Mason Towarzystwo Funduszy Inwestycyjnych Spolka Akcyjna	Subsidiary of Parent Undertaking
Brandywine (UK) Holdings Limited	
The Baltimore Company	Subsidiary of Parent Undertaking
Legg Mason & Co (UK) Limited	Subsidiary of Parent Undertaking
Legg Mason Canada Holdings Ltd	Subsidiary of Parent Undertaking
Legg Mason Commercial Real Estate Services, Inc.	Subsidiary of Parent Undertaking
Legg Mason Funding Ltd	Subsidiary of Parent Undertaking
Legg Mason Global Holdings Ltd	Subsidiary of Parent Undertaking
Legg Mason Holdings, LLC	Subsidiary of Parent Undertaking
Legg Mason International Holdings, LLC	Subsidiary of Parent Undertaking
Legg Mason International Holdings (Cayman) Limited	Subsidiary of Parent Undertaking
Legg Mason (Chile) Inversiones Holding Limitada	Subsidiary of Parent Undertaking
Legg Mason Investments Holdings Limited	Subsidiary of Parent Undertaking
Legg Mason Investments Nominees Limited	Subsidiary of Parent Undertaking
Legg Mason Real Estate Securities Advisors, Inc.	Subsidiary of Parent Undertaking
Legg Mason Realty Group, Inc.	Subsidiary of Parent Undertaking
Legg Mason Realty Partners, Inc.	Subsidiary of Parent Undertaking
Legg Mason Tower, Inc.	Subsidiary of Parent Undertaking
LM BAM, Inc.	Subsidiary of Parent Undertaking
LM (BVI) Limited	Subsidiary of Parent Undertaking
LM Capital Support V, LLC	Subsidiary of Parent Undertaking
LM Holdings Limited	Subsidiary of Parent Undertaking
LM Holdings 2 Limited	Subsidiary of Parent Undertaking
LM International Holding LP	Subsidiary of Parent Undertaking
LM Tower, LLC	Subsidiary of Parent Undertaking
LMI Nominees Limited	Subsidiary of Parent Undertaking
Nova Scotia Company	Subsidiary of Parent Undertaking
Barrett Associates, Inc.	Subsidiary of Parent Undertaking
Brandywine Global Investment Management, LLC	Subsidiary of Parent Undertaking
Brandywine Global Investment Management (Canada), ULC	Subsidiary of Parent Undertaking
Brandywine Global Investment Management (Europe) Limited	Subsidiary of Parent Undertaking
Brandywine Global Investment Management (Asia) Pte. Limited	Subsidiary of Parent Undertaking
ClearBridge, LLC	Subsidiary of Parent Undertaking
ClearBridge Investments, LLC	Subsidiary of Parent Undertaking
ClearBridge Management Holdings LLC	Subsidiary of Parent Undertaking

Clarion Partners Holdings LLC	Subsidiary of Parent Undertaking
CP Intermediate Holdco, Inc.	Subsidiary of Parent Undertaking
Clarion Partners, LLC	Subsidiary of Parent Undertaking
Clarion Partners Europe, Ltd.	Subsidiary of Parent Undertaking
Clarion REIM South America Holdings, LLC	Subsidiary of Parent Undertaking
Clarion REIM South America Investimentos Imobiliarios LTDA	Subsidiary of Parent Undertaking
LM/Clarion I, LLC	Subsidiary of Parent Undertaking
LM/Clarion II, LLC	Subsidiary of Parent Undertaking
Legg Mason ClearBridge Holdings LLC	Subsidiary of Parent Undertaking
Legg Mason Fund Asset Management, Inc.	Subsidiary of Parent Undertaking
Legg Mason Investor Services, LLC	Subsidiary of Parent Undertaking
Legg Mason Partners Fund Advisor, LLC	Subsidiary of Parent Undertaking
Legg Mason Private Portfolio Group, LLC	Subsidiary of Parent Undertaking
LM Pelican Holdings, L.P.	Subsidiary of Parent Undertaking
LMM, LLC	Subsidiary of Parent Undertaking
LMOBC, Inc.	Subsidiary of Parent Undertaking
LMP Select, LLC	Subsidiary of Parent Undertaking
Martin Currie Investment Management Limited	Subsidiary of Parent Undertaking
Martin Currie Fund Management Limited	Subsidiary of Parent Undertaking
Martin Currie Asia PTE Limited	Subsidiary of Parent Undertaking
Martin Currie Inc.	Subsidiary of Parent Undertaking
Permal Group Ltd	Subsidiary of Parent Undertaking
Permal Group LLC	Subsidiary of Parent Undertaking
Permal Group Holdings LLC	Subsidiary of Parent Undertaking
Permal Capital Holdings LLC	Subsidiary of Parent Undertaking
Permal Capital Management, LLC	Subsidiary of Parent Undertaking
Permal UK Limited	Subsidiary of Parent Undertaking
Permal Cayman International LP	Subsidiary of Parent Undertaking
Permal MEP Cayman LP	Subsidiary of Parent Undertaking
EnTrustPermal Group Holdings LLC	Subsidiary of Parent Undertaking
EnTrustPermal LLC	Subsidiary of Parent Undertaking
QS Batterymarch Financial Management, Inc.	Subsidiary of Parent Undertaking
QS Investors Fund Management, LLC	Subsidiary of Parent Undertaking
QS Investors Holdings, LLC	Subsidiary of Parent Undertaking
QS Investors, LLC	Subsidiary of Parent Undertaking
RARE Infrastructure Limited	Subsidiary of Parent Undertaking
RARE Infrastructure Finance Pty Limited	Subsidiary of Parent Undertaking
RARE Infrastructure (Sovereign Enterprise No. 1) Pty Limited	Subsidiary of Parent Undertaking
RARE Infrastructure (Europe) Pty Limited	Subsidiary of Parent Undertaking
RARE Infrastructure (North America) Pty Limited	Subsidiary of Parent Undertaking
RARE Holdings Pty Limited	Subsidiary of Parent Undertaking
RARE Infrastructure (UK) Limited	Subsidiary of Parent Undertaking
RARE Infrastructure USA, Inc.	Subsidiary of Parent Undertaking
Treasury RARE Holdings Pty Limited	Subsidiary of Parent Undertaking
RARE IP Trust	Subsidiary of Parent Undertaking
Legg Mason Australia Holdings Pty Limited	Subsidiary of Parent Undertaking
Legg Mason Royce Holdings, LLC	Subsidiary of Parent Undertaking
Royce & Associates, LP	Subsidiary of Parent Undertaking
Royce & Associates GP, LLC	Subsidiary of Parent Undertaking
Royce Fund Services, Inc.	Subsidiary of Parent Undertaking
Royce Management Company, LLC	Subsidiary of Parent Undertaking
Western Asset Management Company	Subsidiary of Parent Undertaking
Western Asset Management Company Ltd- Japan	Subsidiary of Parent Undertaking
Western Asset Management Company Limited- UK	Subsidiary of Parent Undertaking

Western Asset Management Company Pty Ltd- Australia	Subsidiary of Parent Undertaking
Western Asset Management Company Distribuidora de Titulos E Valores Mobiliarios Limitada	Subsidiary of Parent Undertaking
Western Asset Management Company Pte. Ltd.- Singapore	Subsidiary of Parent Undertaking
Batterymarch Asia GP, LTD	Subsidiary of Parent Undertaking
BGIM Capital Management, LLC	Subsidiary of Parent Undertaking
BMML, Inc.	Subsidiary of Parent Undertaking
Gray Selfert & Company, LLC	Subsidiary of Parent Undertaking
LM Asset Services, LLC	Subsidiary of Parent Undertaking
Martin Currie (Holdings) Limited	Subsidiary of Parent Undertaking
Martin Currie Limited	Subsidiary of Parent Undertaking
Martin Currie (Bermuda) Limited	Subsidiary of Parent Undertaking
China Healthcare GP Limited	Subsidiary of Parent Undertaking
China Development Capital GP Limited	Subsidiary of Parent Undertaking
Martin Currie Absolute Return Fund GP Limited	Subsidiary of Parent Undertaking
Moorgate Investment Management Limited (Dormant)	Subsidiary of Parent Undertaking
Martin Currie Trustees Limited (Dormant)	Subsidiary of Parent Undertaking
Pelican Holdings I, LLC	Subsidiary of Parent Undertaking
Pelican Holdings II, LLC	Subsidiary of Parent Undertaking
Permal Group Holdings Ltd.	Subsidiary of Parent Undertaking
Permal Group SAS	Subsidiary of Parent Undertaking
LM Cayco Ltd	Subsidiary of Parent Undertaking
Permal Investment Management Services Limited	Subsidiary of Parent Undertaking
Permal (Hong Kong) Ltd.	Subsidiary of Parent Undertaking
Permal Pte. Ltd.	Subsidiary of Parent Undertaking
Permal (Isle of Man) Ltd.	Subsidiary of Parent Undertaking
Permal Business Consulting (Shanghai) Ltd.	Subsidiary of Parent Undertaking
Permal Business Consulting (Beijing) Co., Ltd.	Subsidiary of Parent Undertaking
The St. James Bank & Trust Co. Ltd.	Subsidiary of Parent Undertaking
SJBTC Ltd.	Subsidiary of Parent Undertaking
W & P Fund Services Ltd.	Subsidiary of Parent Undertaking
Saintco Ltd.	Subsidiary of Parent Undertaking
Permal (PGI) LLC	Subsidiary of Parent Undertaking
Permal Asset Management LLC	Subsidiary of Parent Undertaking
Permal GP, LLC	Subsidiary of Parent Undertaking
Precidian Investments, LLC	Subsidiary of Parent Undertaking
Western Asset Holdings (Australia) Pty Ltd.	Subsidiary of Parent Undertaking
Western Asset Management (Cayman) Holdings Limited	Subsidiary of Parent Undertaking
Western Asset Management (UK) Holdings Limited	Subsidiary of Parent Undertaking
Western Asset Management (Brazil) Holdings Limitada	Subsidiary of Parent Undertaking
EnTrustPermal Partners Holdings LLC	Subsidiary of Parent Undertaking
EnTrustPermal Partners LLC	Subsidiary of Parent Undertaking
EnTrust Permal FOF Management GP LLC	Subsidiary of Parent Undertaking
EnTrust Capital Management LP	Subsidiary of Parent Undertaking
EnTrust Securities LLC	Subsidiary of Parent Undertaking
EnTrust Partners Offshore LLC	Subsidiary of Parent Undertaking
EnTrust Partners Offshore LP	Subsidiary of Parent Undertaking
EnTrust Focus Partners LP	Subsidiary of Parent Undertaking
EnTrust Investment Management Pte. Ltd.	Subsidiary of Parent Undertaking
EnTrust Capital (UK) LLP	Subsidiary of Parent Undertaking
EnTrust Middle East Ltd.	Subsidiary of Parent Undertaking

Annexure B

Legg Mason Asset Management Australia Limited

Trade date	Trade	Consideration	Quantity	Class
22/03/2018	B	525,395	190,209	Ordinary Shares
21/03/2018	B	578,364	205,882	Ordinary Shares
21/03/2018	B	12,364,000	4,400,000	Ordinary Shares
20/03/2018	B	2,815,000	1,000,000	Ordinary Shares
20/03/2018	B	1,244,953	443,375	Ordinary Shares
19/03/2018	B	2,403	855	Ordinary Shares
19/03/2018	B	1,466,210	528,364	Ordinary Shares
13/03/2018	B	9,284	3,376	Ordinary Shares
13/03/2018	S	9,284	3,376	Ordinary Shares
13/03/2018	B	2,473	896	Ordinary Shares
13/03/2018	B	75,792	27,425	Ordinary Shares
13/03/2018	S	10,392	3,773	Ordinary Shares
9/03/2018	B	276,353	99,386	Ordinary Shares
9/03/2018	B	21,847	7,857	Ordinary Shares
9/03/2018	B	46,186	16,610	Ordinary Shares
9/03/2018	B	32,038	11,522	Ordinary Shares
5/03/2018	B	11,977	4,324	Ordinary Shares
2/03/2018	B	1,923	682	Ordinary Shares
2/03/2018	B	330,498	117,402	Ordinary Shares
2/03/2018	B	59,542	21,151	Ordinary Shares
2/03/2018	B	575,984	204,605	Ordinary Shares
2/03/2018	B	20,820	7,396	Ordinary Shares
2/03/2018	B	73,736	26,193	Ordinary Shares
1/03/2018	B	44,285	15,514	Ordinary Shares
1/03/2018	B	560,139	196,230	Ordinary Shares
1/03/2018	B	20,835	7,299	Ordinary Shares
1/03/2018	B	64,946	22,752	Ordinary Shares
1/03/2018	B	93,622	32,798	Ordinary Shares
1/03/2018	B	417,850	146,383	Ordinary Shares
28/02/2018	B	103,531	36,899	Ordinary Shares
26/02/2018	S	183,740	62,603	Ordinary Shares
23/02/2018	S	43,202	13,715	Ordinary Shares
22/02/2018	S	95,277	30,017	Ordinary Shares
16/02/2018	B	309	96	Ordinary Shares
13/02/2018	B	65,571	20,332	Ordinary Shares
13/02/2018	B	110,869	34,395	Ordinary Shares
1/02/2018	B	13,109	3,890	Ordinary Shares
31/01/2018	B	443,794	131,335	Ordinary Shares
24/01/2018	B	3,673,054	1,077,142	Ordinary Shares
23/01/2018	B	265,129	77,032	Ordinary Shares
22/01/2018	B	88,814	25,744	Ordinary Shares
22/01/2018	B	197,790	67,332	Ordinary Shares
22/01/2018	B	53,335	15,460	Ordinary Shares
18/01/2018	B	333,062	97,672	Ordinary Shares
18/01/2018	B	13,790,944	4	Ordinary Shares
17/01/2018	B	22,344,911	6,534,364	Ordinary Shares
11/01/2018	B	390,399	114,025	Ordinary Shares
9/01/2018	B	22,233	6,401	Ordinary Shares
9/01/2018	B	46,252	13,316	Ordinary Shares
9/01/2018	B	32,119	9,247	Ordinary Shares
9/01/2018	B	276,726	79,670	Ordinary Shares
28/12/2017	B	213,163	62,603	Ordinary Shares
21/12/2017	B	12,998	3,823	Ordinary Shares
19/12/2017	B	135,241	39,280	Ordinary Shares

19/12/2017	B	1,180,336	342,822	Ordinary Shares
19/12/2017	B	622,198	180,714	Ordinary Shares
19/12/2017	B	152,532	44,302	Ordinary Shares
19/12/2017	B	148,710	43,192	Ordinary Shares
19/12/2017	B	40,717	11,826	Ordinary Shares
19/12/2017	B	807,766	234,611	Ordinary Shares
19/12/2017	B	397,694	115,508	Ordinary Shares
19/12/2017	B	20,727	6,020	Ordinary Shares
19/12/2017	B	64,918	18,855	Ordinary Shares
19/12/2017	B	93,774	27,236	Ordinary Shares
15/12/2017	B	77,075	22,053	Ordinary Shares
15/12/2017	B	11,048	3,161	Ordinary Shares
15/12/2017	B	17,898	5,121	Ordinary Shares
15/12/2017	B	17,423	4,985	Ordinary Shares
15/12/2017	B	4,778	1,367	Ordinary Shares
15/12/2017	B	95,148	27,224	Ordinary Shares
15/12/2017	B	7,647	2,188	Ordinary Shares
15/12/2017	B	15,930	4,558	Ordinary Shares
15/12/2017	B	138,454	39,615	Ordinary Shares
14/12/2017	B	38,821	11,179	Ordinary Shares
14/12/2017	B	337,414	97,162	Ordinary Shares
14/12/2017	B	43,621	12,561	Ordinary Shares
14/12/2017	B	18,631	5,365	Ordinary Shares
14/12/2017	B	11,640	3,352	Ordinary Shares
14/12/2017	B	26,917	7751	Ordinary Shares
14/12/2017	B	231,876	66771	Ordinary Shares
14/12/2017	B	187,828	54087	Ordinary Shares
14/12/2017	B	42,461	12227	Ordinary Shares
13/12/2017	B	10,754	3099	Ordinary Shares
13/12/2017	B	39,218	11302	Ordinary Shares
13/12/2017	B	40,287	11610	Ordinary Shares
13/12/2017	B	24,863	7165	Ordinary Shares
13/12/2017	B	173,490	49997	Ordinary Shares
13/12/2017	B	311,648	89812	Ordinary Shares
13/12/2017	B	35,859	10334	Ordinary Shares
13/12/2017	B	17,211	4960	Ordinary Shares
13/12/2017	B	214,172	61721	Ordinary Shares
13/12/2017	B	49,490	14323	Ordinary Shares
13/12/2017	B	103,113	29842	Ordinary Shares
13/12/2017	B	71,494	20691	Ordinary Shares
13/12/2017	B	680,663	196991	Ordinary Shares
13/12/2017	B	354,593	102623	Ordinary Shares
13/12/2017	B	85,719	24808	Ordinary Shares
13/12/2017	B	23,541	6813	Ordinary Shares
13/12/2017	B	88,190	25523	Ordinary Shares
13/12/2017	B	615,852	178234	Ordinary Shares
12/12/2017	B	732,955	210444	Ordinary Shares
12/12/2017	B	85,091	24431	Ordinary Shares
12/12/2017	B	122,720	35235	Ordinary Shares
12/12/2017	B	58,903	16912	Ordinary Shares
12/12/2017	B	810,088	232590	Ordinary Shares
12/12/2017	B	104,961	30136	Ordinary Shares
12/12/2017	B	28,013	8043	Ordinary Shares
12/12/2017	B	102,018	29291	Ordinary Shares
12/12/2017	B	422,020	121169	Ordinary Shares

Annexure C

Holder of relevant interest and Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities affected
Legg Mason Asset Management Australia Limited	Citi	Register and beneficial holder	18,419,336 Fully Paid ordinary
Legg Mason Asset Management Australia Limited	RBC	Register and beneficial holder	1,518,378 Fully Paid ordinary
Legg Mason Asset Management Australia Limited	BBH	Register and beneficial holder	97,672 Fully Paid ordinary
Legg Mason Asset Management Australia Limited	BNP	Register and beneficial holder	1,669,374 Fully Paid ordinary
Legg Mason Asset Management Australia Limited	BNYM	Register and beneficial holder	131,335 Fully Paid ordinary
Legg Mason Asset Management Australia Limited	NCS	Register and beneficial holder	1,553,532 Fully Paid ordinary
Legg Mason Asset Management Australia Limited	JP Morgan	Register and beneficial holder	1,694,793 Fully Paid ordinary