

22 April 2020

The Manager  
Market Announcements Office  
ASX Limited  
20 Bridge Street  
Sydney NSW 2000

Dear Sir / Madam

**Notice under section 708A(5)(e) of the *Corporations Act 2001* (Cth)**

This notice is given by G8 Education Limited (ABN 95 123 828 553) (**G8**) (ASX Code: GEM) under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (the **Act**) as modified by *Australian Securities and Investments Commission Corporations (Disregarding Technical Relief) Instrument 2016/73*.

G8 has today issued 167,337,066 new fully paid ordinary shares (**New Shares**) at a price of \$0.80 per New Share to institutional investors pursuant to an institutional placement to raise approximately \$134 million as announced on 9 April 2020.

G8 confirms the following:

- (a) The New Shares were issued without disclosure to investors under Part 6D.2 of the Act.
- (b) This notice is being given under section 708A(5)(e) of the Act.
- (c) As at the date of this notice, G8 has complied with:
  - (i) the provisions of Chapter 2M of the Act as they apply to G8; and
  - (ii) section 674 of the Act.
- (d) As at the date of this notice, there is no excluded information of the type referred to in sections 708A(7) or 708A(8) of the Act that is required to be set out in this notice under section 708A(6)(e) of the Act.

Yours sincerely



Tracey Wood  
General Counsel & Company Secretary  
G8 Education Limited

*Authorised for release by G8 Education Limited's Board of Directors.*