

Appendix 3X

Initial Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	Keypath Education International, Inc.
ARBN	649 711 026

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	M. Avi Epstein
Date of appointment	11 March 2021

Part 1 - Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
Nil

+ See chapter 19 for defined terms.

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Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Number & class of Securities
As noted in Section 6.8.3 of the prospectus of Keypath Education International, Inc. dated 11 May 2021, Avi Epstein is a minority unitholder in SC Partners IV, LP., the general partner of Sterling Capital Partners IV, L.P. and SCP IV Parallel, L.P. (Sterling Funds). The Sterling Funds hold all of the units in AVI Mezz Co., L.P., and Avi Epstein may receive distributions from returns from AVI Mezz Co., L.P. and other investments.	AVI Mezz Co., L.P.: 141,687,978 CHESSESS depositary interests over shares of common stock.

Part 3 – Director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
No. and class of securities to which interest relates	N/A

+ See chapter 19 for defined terms.