



ASX Announcement

ASX Code: NDO

Appendix 3Y - Change of Director's Interest Notice

11 June 2024

Nido Education Limited (ASX: NDO) (**Nido**) attaches for release to the market, an Appendix 3Y - Change of Director's Interest Notice on behalf of Mr Mathew Edwards in respect of the transfer of 4,584,770 fully paid ordinary shares (**Nido Shares**) as a gift from Mr Edwards to Mamakai Foundation Limited as trustee for Mamakai Foundation ABN 56 749 045 028 (**Mamakai**), a public ancillary fund endorsed as a Deductible Gift Recipient.

Established on 14 March 2024, Mamakai is committed to providing much needed financial assistance to charities that provide innovative support programs to children and young people impacted by domestic and family violence (**DFV**). By focusing on charities with innovative ideas, Mamakai seeks to foster positive change and significantly improve the lives of those affected by such violence.

With the contribution of the Nido Shares, and a generous foundational donation from Alceon, Mamakai can now help expand and enhance the services of charities supporting children and young people affected by DFV.

Mr Edwards advises that the equity Mamakai holds in Nido is aimed at generating a steady revenue stream through annual dividends. It is expected that Mamakai will maintain this equity for years to come, allowing Mamakai to increasingly expand its support to charities.

Nido will continue to support Mamakai, with two of its employees serving on Mamakai's board and two on the allocations committee, to enable ongoing support to those children and young people impacted by DFV.

More information regarding the Foundation can be viewed at www.mamakai.org.

-Ends-

This ASX announcement was authorised for release by the Chair of the Board of Nido Education Limited.

Investor & Media enquiries

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About Nido

Founded in 2021, Nido Education Limited is a national owner, operator and manager of long day early childhood education and care services, operating under the Nido Early School brand. Visit:

www.nidoeducation.edu.au

Appendix 3Y

Change of 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 30/09/01 Amended 01/01/11

Name of entity	Nido Education Limited
ABN	12 650 967 703

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Mathew Graeme Edwards
Date of last notice	29/05/2024

Part 1 - Change of director's relevant interests in securities

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.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Refer to Appendix A.
Date of change	7 June 2024
No. of securities held prior to change	Direct: (1) 1,192,960 options \$0.96 exercise 17 July 2027 expiry. (2) 4,584,770 ordinary shares. Indirect: (1) 117,591,701 ordinary shares.
Class	Fully paid ordinary shares
Number acquired	Nil
Number disposed	4,584,770

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	On 7 June 2024, by off-market transfer of 4,584,770 fully paid ordinary shares from Mathew Edwards as a gift, for nil consideration to a charitable institution as disclosed in section 6.6.1(a) of the Company's prospectus dated 20 September 2023. Estimated value of \$4,057,521.45 (at \$0.89 per ordinary share).
No. of securities held after change	Direct: (1) 1,192,960 options \$0.96 exercise 17 July 2027 expiry. Indirect: (1) 117,591,701 ordinary shares.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On 7 June 2024, by off-market transfer of 4,584,770 fully paid ordinary shares, as a gift, from Mathew Edwards to Mamakai Foundation Limited as trustee for Mamakai Foundation ABN 56 749 045 028, a public ancillary fund, endorsed as a Deductible Gift Recipient.

Part 2 – Change of 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	Not applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	

+ See chapter 19 for defined terms.

Interest after change	
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Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

+ See chapter 19 for defined terms.

Appendix A

Ordinary shares - escrowed until 16 October 2025	Relevant Interest	Quantity
BELLA HORIZON PTY LTD <CJ EDWARDS FAMILY A/C>	Indirect Note 1	422,099
BELLA HORIZON PTY LTD <EA MELVILLE-JONES FAMILY AC>	Indirect Note 1	1,688,396
BELLA HORIZON PTY LTD <KM CHAPPELL FAMILY A/C>	Indirect Note 1	1,688,396
BELLA HORIZON PTY LTD <RJ EDWARDS FAMILY A/C>	Indirect Note 1	422,099
BELLA HORIZON PTY LTD <RM EDWARDS FAMILY A/C>	Indirect Note 1	844,198
BELLA HORIZON PTY LTD <T EDWARDS FAMILY A/C>	Indirect Note 1	844,198
BELLA HORIZON PTY LTD <TL EDWARDS FAMILY A/C>	Indirect Note 1	422,099
ISAMAX PTY LTD <EDWARDS FAMILY A/C>	Indirect Note 1	2,000,000
MONEY DESERT PTY LTD <THE HUNDRED ACRES A/C>	Indirect Note 1	29,271,418
THREE MAGIC BEANS PTY LTD <BIG ADVENTURE A/C>	Indirect Note 1	74,010,847
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		111,613,750

Ordinary shares

BELLA HORIZON PTY LTD < RL EDWARDS FAMILY A/C>	Indirect Note 1	422,099
BELLA HORIZON PTY LTD <A DAVIES FAMILY A/C>	Indirect Note 1	168,840
BELLA HORIZON PTY LTD <A DWYER FAMILY A/C>	Indirect Note 1	168,840
BELLA HORIZON PTY LTD <AM NASKO FAMILY A/C>	Indirect Note 1	422,099
BELLA HORIZON PTY LTD <B DWYER FAMILY A/C>	Indirect Note 1	168,840
BELLA HORIZON PTY LTD <B NEALE FAMILY A/C>	Indirect Note 1	168,840
BELLA HORIZON PTY LTD <C&J WALSH FAMILY A/C>	Indirect Note 1	633,149
BELLA HORIZON PTY LTD <JR DAVIES FAMILY A/C>	Indirect Note 1	168,840
BELLA HORIZON PTY LTD <K DAVIES FAMILY A/C>	Indirect Note 1	422,099
BELLA HORIZON PTY LTD <KYLE DAVIES FAMILY A/C>	Indirect Note 1	168,840
BELLA HORIZON PTY LTD <L DAVIES FAMILY A/C>	Indirect Note 1	168,840
BELLA HORIZON PTY LTD <M RITCHIE FAMILY A/C>	Indirect Note 1	278,585
BELLA HORIZON PTY LTD <N HYMAS FAMILY A/C>	Indirect Note 1	168,840
BELLA HORIZON PTY LTD <NJ EDWARDS FAMILY A/C>	Indirect Note 1	422,099
BELLA HORIZON PTY LTD <P&M DWYER FAMILY A/C>	Indirect Note 1	422,099
BELLA HORIZON PTY LTD <R PILEGGI FAMILY A/C>	Indirect Note 1	168,840
BELLA HORIZON PTY LTD <RG DAVIES FAMILY A/C>	Indirect Note 1	422,099
BELLA HORIZON PTY LTD <SUNFLOWER A/C>	Indirect Note 1	844,198
BELLA HORIZON PTY LTD <T DAVIES FAMILY A/C>	Indirect Note 1	168,840
CPU SHARE PLANS PTY LTD	Indirect Note 2	1,025
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		5,977,951
TOTAL		<hr/>
		117,591,701

Notes:

1. Mathew Graeme Edwards is the sole director of the registered shareholder.
2. Mathew Graeme Edwards is the beneficiary.

+ See chapter 19 for defined terms.