

### **Disclosure of Directors and Senior Managers Relevant Interests**

If the director or senior manager is not a party to the derivative, the nature of the relevant

interest in the derivative:

To NZX Limited; and	
Name of listed issuer:	Evolve Education Group Limited
Date this disclosure made:	21 December 2016
Date of last disclosure:	29 June 2016
Director or senior manager giving disclosure	
Full name(s):	Norah Kathleen Barlow
Name of listed issuer:	Evolve Education Group Limited
Name of related body corporate (if applicable):	
Position held in listed issuer:	Director
Summary of acquisition or disposal of relevant interest (excluding specified derivative) Class of affected quoted financial products:	
Class of affected quoted financial products.	Ordinary Shares (NZX: EVO)
Nature of the affected relevant interest(s):	Registered Holder and beneficial owner
For that relevant interest-	
Number held in class before acquisition or disposal:	83,803
Number held in class after acquisition or disposal:	85,749
Current registered holder(s):	Norah Kathleen Barlow & Robert Noel Barlow
Registered holder(s) once transfers are registered:	Norah Kathleen Barlow & Robert Noel Barlow
Summary of acquisition or disposal of specified derivatives relevant interest (if application of acquisition or disposal of specified derivatives relevant interest (if application of acquisition or disposal of specified derivatives relevant interest (if application of acquisition or disposal of specified derivatives relevant interest (if application or disposal of specified derivatives relevant interest (if application or disposal of specified derivatives relevant interest (if application or disposal of specified derivatives relevant interest (if application or disposal of specified derivatives relevant interest (if application or disposal of specified derivatives relevant interest (if application or disposal of specified derivatives relevant interest (if application or disposal of specified derivatives relevant interest (if application or disposal of specified derivatives) and the specified derivatives relevant interest (if application or disposal or	cable)
Details of affected derivative-	<u> </u>
The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	
A statement as to whether the derivative is cash settled or physically settled:	
Maturity date of the derivative (if any):	
Expiry date of the derivative(if any):	
The price specified in the terms of the derivative (if any):	
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	
For that derivative,-	
Parties to the derivative:	

Details of transactions giving rise to acquisition or disposal	
Total number of transactions to which notice relates:	1
Details of transactions requiring disclosure-	
Date of transaction:	21 December 2016
Nature of transaction:	Acquisition of 1,946 ordinary shares by Norah Kathleen Barlow & Robert Noel Barlow on reinvestment of dividends under the Dividend Reinvestment Plan of Evolve Education Group Limited.
Name of any other party or parties to the transaction (if known):  The consideration, expressed in New Zealand dollars, paid or received for the acquisition	
or disposal. If the consideration was not in cash and cannot be readily by converted into a cash value, describe the consideration:	\$1,949.89
Number of financial products to which the transaction related:	1,946
If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—	
Whether relevant interests were acquired or disposed of during a closed period:	No
Whether prior written clearance was provided to allow the acquisition or disposal to	N/A
proceed during the closed period:  Date of the prior written clearance (if any):	N/A N/A
Date of the phot written dearance (if any).	
Summary of other relevant interests after acquisition or disposal:	
Class of quoted financial products:	
Nature of relevant interest:	
For that relevant interest,-	
Number held in class:	
Current registered holder(s):	
For a derivative relevant interest,-	
Type of derivative:	
Details of derivative,-	
The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	
A statement as to whether the derivative is cash settled or physically settled:	
Maturity date of the derivative (if any):	
Expiry date of the derivative (if any):	
The price's specified terms (if any):	
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	
For that derivative relevant interest,-	
Parties to the derivative:	
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	
Certification	
I certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.	
Signature of director or officer:	
Date of signature:	
Or	
Signature of person authorised to sign on behalf of director or officer:	( S) ani
Date of signature:	21-Dec-16
Name and title of authorised person:	Stephen Davies, Chief Financial Officer - Evolve Education Group Limited



### **Disclosure of Directors and Senior Managers Relevant Interests**

To NZX Limited; and	
Name of listed issuer:	Evolve Education Group Limited
Date this disclosure made:	21 December 2016
Date of last disclosure:	29 June 2016
<b>-</b>	
Director or senior manager giving disclosure	[
Full name(s):	Alan Hugh Wham
Name of listed issuer:	Evolve Education Group Limited
Name of related body corporate (if applicable):	
Position held in listed issuer:	Director
	•
Summary of acquisition or disposal of relevant interest (excluding specified derivative	es)
Class of affected quoted financial products:	Ordinary Shares (NZX: EVO)
Nature of the affected relevant interest(s):	Registered Holder and beneficial owner
For that relevant interest-	
Number held in class before acquisition or disposal:	576,14
Number held in class after acquisition or disposal:	589,51
Current registered holder(s):	Alan Hugh Wham
Registered holder(s) once transfers are registered:	Alan Hugh Wham
	, dan riagn wham
Summary of acquisition or disposal of specified derivatives relevant interest (if applications)	able)
Type of affected derivative:	
Class of underlying financial products:	
Details of affected derivative-	
The notional value of the derivative (if any) or the notional amount of underlying financial	
products (if any):	
A statement as to whether the derivative is cash settled or physically settled:	
Maturity date of the derivative (if any):	
Expiry date of the derivative(if any):	
The price specified in the terms of the derivative (if any):	
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	
For that derivative,-	
Parties to the derivative:	
If the director or senior manager is not a party to the derivative, the nature of the relevant	
interest in the derivative:	

Details of transactions giving rise to acquisition or disposal	
Total number of transactions to which notice relates:	1
Details of transactions requiring disclosure-	
Date of transaction:	21 December 2016
Nature of transaction:  Name of any other party or parties to the transaction (if known):	Acquisition of 13,377 ordinary shares by Alan Hugh Wham on reinvestment of dividends under the Dividend Reinvestment Plan of Evolve Education Group Limited.
The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily by converted into a cash value, describe the consideration:	\$13,403.75
Number of financial products to which the transaction related:  If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—	13,377
Whether relevant interests were acquired or disposed of during a closed period: Whether prior written clearance was provided to allow the acquisition or disposal to	No N/A
proceed during the closed period:  Date of the prior written clearance (if any):	N/A N/A
Summary of other relevant interests after acquisition or disposal:  Class of quoted financial products:	
Nature of relevant interest:	
For that relevant interest,-	<u></u>
Number held in class:	
Current registered holder(s):	
For a derivative relevant interest,-	
Type of derivative:	
Details of derivative,-	
The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	
A statement as to whether the derivative is cash settled or physically settled:	
Maturity date of the derivative (if any):	
Expiry date of the derivative (if any):	
The price's specified terms (if any):	
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	
For that derivative relevant interest,-	
Parties to the derivative:	
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	
Certification	
I certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.	
Signature of director or officer:	
Date of signature:	
or Signature of person authorised to sign on behalf of director or officer:	SSImi
Date of signature:	21-Dec-16
Name and title of authorised person:	Stephen Davies, Chief Financial Officer - Evolve Education Group Limited



### **Disclosure of Directors and Senior Managers Relevant Interests**

To NZX Limited; and	
Name of listed issuer:	Evolve Education Group Limited
Date this disclosure made:	21 December 2016
Date of last disclosure:	29 June 2016
Director or senior manager giving disclosure	
Full name(s):	Alistair Bruce Ryan
Name of listed issuer:	Evolve Education Group Limited
Name of related body corporate (if applicable):	
Position held in listed issuer:	Director
Summary of acquisition or disposal of relevant interest (excluding specified derivative	1
Class of affected quoted financial products:	Ordinary Shares (NZX: EVO)
Nature of the affected relevant interest(s):	Registered Holder and beneficial owner
For that relevant interest-	
Number held in class before acquisition or disposal:	83,80
Number held in class after acquisition or disposal:	85,74
Current registered holder(s):	Alistair Bruce Ryan
Registered holder(s) once transfers are registered:	Alistair Bruce Ryan
Summary of acquisition or disposal of specified derivatives relevant interest (if applied applied to the control of the contro	cable)
Class of underlying financial products:	
Details of affected derivative-	1
The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	
A statement as to whether the derivative is cash settled or physically settled:	
Maturity date of the derivative (if any):	
Expiry date of the derivative(if any):	
The price specified in the terms of the derivative (if any):	
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	
For that derivative,-	
Parties to the derivative:	
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	

Details of transactions giving rise to acquisition or disposal	
Total number of transactions to which notice relates:	1
Details of transactions requiring disclosure-	
Date of transaction:	21 December 2016
	Acquisition of 1,946 ordinary
	shares by Alistair Bruce Ryan on reinvestment of dividends under the Dividend Reinvestment Plan of
Nature of transaction:	Evolve Education Group Limited.
Name of any other party or parties to the transaction (if known):  The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily by converted into a cash value, describe the consideration:	\$1,949.89
Number of financial products to which the transaction related:	1,946
If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—	
Whether relevant interests were acquired or disposed of during a closed period:	No
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	N/A
Date of the prior written clearance (if any):	N/A
Summary of other relevant interests after acquisition or disposal:	
Class of quoted financial products:	
Nature of relevant interest:	
For that relevant interest,-	
Number held in class:	
Current registered holder(s):	
For a derivative relevant interest,-	
Type of derivative:	
Details of derivative,-	
The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	
A statement as to whether the derivative is cash settled or physically settled:	
Maturity date of the derivative (if any):	
Expiry date of the derivative (if any):	
The price's specified terms (if any):	
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	
For that derivative relevant interest,-	
Parties to the derivative:	
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	
Certification	
I certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.	
Signature of director or officer:	
Date of signature:	
or	
Signature of person authorised to sign on behalf of director or officer:	( S) and
Date of signature:	21-Dec-16
Name and title of authorised person:	Stephen Davies, Chief Financial Officer - Evolve Education Group Limited



# **Disclosure of Directors and Senior Managers Relevant Interests**

To NZX Limited; and	
Name of listed issuer:	Evolve Education Group Limited
Date this disclosure made:	21 December 2016
Date of last disclosure:	29 June 2015
Director or senior manager giving disclosure	1
Full name(s):	Gregory James Kern
Name of listed issuer:	Evolve Education Group
Name of related body corporate (if applicable):	
Position held in listed issuer:	Director
Summary of acquisition or disposal of relevant interest (excluding specified derivation)	ves)
Class of affected quoted financial products:	Ordinary Shares (NZX: EVO)
Nature of the affected relevant interest(s):	Registered holder and beneficial owner
For that relevant interest-	
Number held in class before acquisition or disposal:	11,037
Number held in class after acquisition or disposal:	11,313
Current registered holder(s):	Gregory James Kern
Registered holder(s) once transfers are registered:	Gregory James Kern
Summary of acquisition or disposal of specified derivatives relevant interest (if applied type of affected derivative:  Close of underlying financial products:	cable)
Class of underlying financial products:	
Details of affected derivative- The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	
A statement as to whether the derivative is cash settled or physically settled:	
Maturity date of the derivative (if any):	
Expiry date of the derivative(if any):	
The price specified in the terms of the derivative (if any):	
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	
For that derivative,-	
Parties to the derivative:	
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	
interest in the derivative.	<u> </u>
Details of transactions giving rise to acquisition or disposal	
Total number of transactions to which notice relates:	3
Details of transactions requiring disclosure-	1
Date of transaction:  Nature of transaction:	21 December 2016 Acquisition of 276 shares by Gregory James Kern on reinvestment of dividends under the Dividend Reinvestment Plan of Evolve Education Group Limited.
Name of any other party or parties to the transaction (if known):	
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The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily by converted into a cash value, describe the consideration:	\$270.FF
·	\$276.55
Number of financial products to which the transaction related:  If the issuer has a financial products trading policy that prohibits directors or senior	276
managers from trading during any period without written clearance (a closed period)	
include the following details—	
Whether relevant interests were acquired or disposed of during a closed period:	No
Whether prior written clearance was provided to allow the acquisition or disposal to	
proceed during the closed period:	N/A
Date of the prior written clearance (if any):	N/A
Summary of other relevant interests after acquisition or disposal:	
Class of quoted financial products:	Ordinary Shares (NZX: EVO)
Nature of relevant interest:	Director of registered holder Kern Group NZ Limited
For that relevant interest	
Number held in class:	2,336,495
Current registered holder(s):	Kern Group NZ Limited
For a derivative relevant interest	
Type of derivative:	
Details of derivative,-	
The notional value of the derivative (if any) or the notional amount of underlying financial	
products (if any):	
A statement as to whether the derivative is cash settled or physically settled:	
Maturity date of the derivative (if any):	
Expiry date of the derivative (if any):	
The price's specified terms (if any):	
Any other details needed to understand how the amount of the consideration payable	
under the derivative or the value of the derivative is affected by the value of the underlying financial products:	
For that derivative relevant interest,-	
Parties to the derivative:	
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	
Certification	
I certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.	
Signature of director or officer:	
Date of signature:	
or	
Signature of person authorised to sign on behalf of director or officer:	CB Danie
Date of signature:	21 December 2016
Name and title of authorised person:	Stephen Davies, Chief Financial Officer - Evolve Education Group Limited