

Disclosure of ceasing to have substantial holding

Section 279, Financial Markets Conduct Act 2013

To: NZX Limited

and

To: Evolve Education Group Limited

Date this disclosure made: **07 June 2019**

Date last disclosure made: **31 May 2019**

Date on which substantial holding ceased: **06 June 2019**

Substantial product holder(s) giving disclosure

Full name(s): **Westpac Banking Corporation (including the related bodies corporate specified in the Annexure)**

Summary of previous substantial holding

Class of quoted voting products: **ordinary shares – security code EVO**

Summary for **Westpac Banking Corporation (including the related bodies corporate specified in the Annexure)**

For **last** disclosure,—

(a) total number held in class: **30,146,152**

(b) total in class: **562,070,195**

(c) total percentage held in class: **5.36%**

For current holding **after** ceasing to have substantial holding,—

(a) total number held in class: **30,708,353**

(b) total in class: **973,503,993**

(c) total percentage held in class: **3.15%**

Details of transactions and events giving rise to ceasing of substantial holding

Details of the transactions or other events requiring disclosure: **Refer Annexure**

Additional information

Address(es) of substantial product holder(s):

Westpac Banking Corporation, Level 18, Westpac Place, 275 Kent Street, Sydney, NSW 2000, Australia

Guardian Nominees No.2 Limited, Level 14, 191 Queen Street, Auckland 1010, New Zealand

BT Funds Management (NZ) Limited, 16 Takutai Square, Auckland 1010, New Zealand

Contact details:

Tim Hartin
Group Company Secretary
Phone: (+61 2) 9155 7713

Nature of connection between substantial product holders: **The entities specified in the Annexure are related bodies corporate of Westpac Banking Corporation.**

Name of any other person believed to have given, or believed to be required to give, a disclosure under the Financial Markets Conduct Act 2013 in relation to the financial products to which this disclosure relates: **Not applicable**

Disclosure has effect for purposes of directors' and senior managers' disclosure: **Not applicable**

Certification

I, Tim Hartin, 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.

ANNEXURE 1
DISCLOSURE OF CEASING TO HAVE SUBSTANTIAL HOLDING
Westpac Banking Corporation and related bodies corporate
DATED 06 June 2019

Name of type of shares	Evolve Education Group Limited Ordinary Shares
Percentage held	3.15%

Relevant related body corporate:	Westpac Banking Corporation Various unit trusts managed by BT Funds Management (NZ) Limited
Registered holder 1:	Guardian Nominees No.2 Limited
Holding 1:	30,708,353
Dates: 06 June 2019	Ceasing to have substantial holding on 06 June 2019

Transaction Type	Period	Shares	Consideration
On-market sales	30/5/2018 to 06/6/2019	-311,799	\$42,090.66
On market purchases	30/5/2018 to 06/6/2019	874,000	\$87,400.00