

**Form 604
Corporations Act 2001
Section 671B**

Notice of Change of Interests of Substantial Holder

To: **G8 EDUCATION LTD**
ACN/ARSN:

1. Details of substantial holder (1)

Name: FIL Limited and the entities listed in Annexure A ("FIL")
ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on	20 August 2018
The previous notice was given to the company on	13 August 2018
The previous notice was dated	13 August 2018

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of Securities (4)	Previous Notice Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
COMMON STOCK	28,006,522	6.18%	22,720,172	5.01%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of Change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
				COMMON STOCK	COMMON STOCK
08/13/2018	FIL	SELL	2.29 AUD	948,809	948,809
08/13/2018	FIL	SELL	2.29 AUD	51,191	51,191
08/14/2018	FIL	SELL	2.29 AUD	65,849	65,849
08/14/2018	FIL	SELL	2.29 AUD	1,220,501	1,220,501
08/15/2018	FIL	SELL	2.31 AUD	948,809	948,809
08/15/2018	FIL	SELL	2.31 AUD	51,191	51,191
08/16/2018	FIL	SELL	2.34 AUD	25,595	25,595
08/16/2018	FIL	SELL	2.34 AUD	474,405	474,405
08/17/2018	FIL	SELL	2.38 AUD	490,623	490,623
08/17/2018	FIL	SELL	2.38 AUD	26,470	26,470
08/20/2018	FIL	SELL	2.41 AUD	932,591	932,591
08/20/2018	FIL	SELL	2.41 AUD	50,316	50,316

			Total Sells	5,286,350	5,286,350
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4. Present Relevant Interest

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Refer to Annexure A

5. Changes in Association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

6. Addresses

The addresses of persons named in this form are as follows:

Refer to Annexure A



Sign Here _____

Dated: 22 August 2018

Ryo Sato

Regulatory Reporting Manager

Duly authorized under Powers of Attorney by and on behalf of FIL Limited

Annexure A

Investment Manager	Address	Custodian	Nature of Relevant Interest	Sum of Numerator Shares
FIL INVESTMENT MANAGEMENT (SINGAPORE) LIMITED	8 Marina View, #35-06, Asia Square Tower 1, 018960, Singapore	BROWN BROS HARRIMN LTD LUX (C)	Investment Discretion / Voting Power	2,345,754
		JP MORGAN, BOURNEMOUTH (C)		1,029,019
FIL PENSION MANAGEMENT	Oakhill House, 130 Tonbridge Road, Hildenborough, Kent, England TN119DZ	STATE STR BK AND TR CO LNDN (C)		259,812
Fidelity (Canada) Asset Management ULC	Fidelity Investments Canada ULC, 483 Bay Street, Suite 300, Toronto, Ontario M5G 2N7, Canada	STATE STREET BANK AND TR CO		19,085,587
Grand Total				22,720,172