

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme G8 Education Limited
ACN/ARSN 123 828 553

1. Details of substantial holder (1)

Name The Vanguard Group, Inc.
ACN/ARSN (if applicable) N/A
The holder became a substantial holder on 04 December 2018

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary	22,776,392	22,776,392	5.002%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Vanguard Investments Australia Ltd.	Beneficial Owner	Ordinary – 11,268,281
The Vanguard Group, Inc.	Beneficial Owner	Ordinary – 11,508,111

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Vanguard Investments Australia Ltd	JP Morgan Chase Bank, N.A. and various other Custodians	Vanguard Investments Australia Ltd is the manager of various superannuation funds, institutional investor portfolios and unit trusts and in that capacity can exercise the power to vote and/or dispose of the shares	Ordinary – 11,268,281
The Vanguard Group, Inc.	Brown Brothers Harriman	The Vanguard Group, Inc., is the manager of various Mutual funds and accounts and in that capacity has the power to dispose of the shares	Ordinary – 125,239
The Vanguard Group, Inc.	BNY Mellon	The Vanguard Group, Inc., is the manager of various Mutual funds and accounts and in that capacity has the power to dispose of the shares	Ordinary – 1,751,583
The Vanguard Group, Inc.	JP Morgan Chase Bank, N.A.	The Vanguard Group, Inc., is the manager of various Mutual funds and accounts and in that capacity has the power to dispose of the shares	Ordinary – 6,843,317
The Vanguard Group, Inc.	State Street Bank and Trust Company	The Vanguard Group, Inc., is the manager of various Mutual funds and accounts and in that capacity has the power to dispose of the shares	Ordinary – 2,787,972

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)	Class and number of securities
See Annexure A			

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

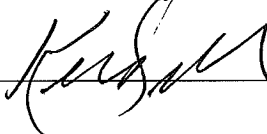
Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

7. Addresses

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

Name	Address
The Vanguard Group, Inc.	P.O. Box 2600, V26 Valley Forge, PA 19482 USA
Vanguard Investments Australia Ltd	Level 34, 2 Southbank Blvd, Southbank 3006 VIC Australia

print name Keith Delgado capacity Sr. Compliance Manager

sign here  date 06 December 2018

Annexure A

To Company
ACN/ARSN

G8 Education Limited
123 828 553

Substantial Holder Name
ACN/ARSN

The Vanguard Group, Inc.
N/A

Date of change	Person whose relevant interest changed	Nature of Change(6)	Consideration given in relation to change(7)	Class	Number of securities affected	Person's votes affected
3-Aug-18	The Vanguard Group, Inc.	BUY	2.42	Ordinary	10,926	10,926
3-Aug-18	The Vanguard Group, Inc.	BUY	2.42	Ordinary	10,926	10,926
6-Aug-18	The Vanguard Group, Inc.	BUY	2.42	Ordinary	14,568	14,568
9-Aug-18	The Vanguard Group, Inc.	BUY	2.42	Ordinary	7,284	7,284
9-Aug-18	The Vanguard Group, Inc.	BUY	2.42	Ordinary	10,926	10,926
10-Aug-18	The Vanguard Group, Inc.	SELL	2.33	Ordinary	(37,200)	(37,200)
15-Aug-18	The Vanguard Group, Inc.	SELL	2.30	Ordinary	(18,600)	(18,600)
16-Aug-18	The Vanguard Group, Inc.	BUY	2.36	Ordinary	299,571	299,571
16-Aug-18	The Vanguard Group, Inc.	BUY	2.38	Ordinary	10,926	10,926
24-Aug-18	The Vanguard Group, Inc.	BUY	2.42	Ordinary	7,284	7,284
7-Sep-18	The Vanguard Group, Inc.	SELL	2.09	Ordinary	(3,642)	(3,642)
21-Sep-18	The Vanguard Group, Inc.	BUY	1.98	Ordinary	98,661	98,661
12-Nov-18	The Vanguard Group, Inc.	BUY	2.43	Ordinary	7,974	7,974
14-Nov-18	The Vanguard Group, Inc.	BUY	2.43	Ordinary	23,432	23,432
15-Nov-18	The Vanguard Group, Inc.	BUY	2.70	Ordinary	11,961	11,961
19-Nov-18	The Vanguard Group, Inc.	BUY	2.93	Ordinary	5,402	5,402
27-Nov-18	The Vanguard Group, Inc.	BUY	2.82	Ordinary	2,409	2,409
30-Nov-18	The Vanguard Group, Inc.	BUY	2.81	Ordinary	11,961	11,961
7-Aug-18	Vanguard Investments Australia Ltd	BUY	2.42	Ordinary	51,898	51,898
13-Aug-18	Vanguard Investments Australia Ltd	BUY	2.27	Ordinary	7,680	7,680
15-Aug-18	Vanguard Investments Australia Ltd	BUY	2.30	Ordinary	4,452	4,452
20-Aug-18	Vanguard Investments Australia Ltd	SELL	2.43	Ordinary	(7,305)	(7,305)
21-Aug-18	Vanguard Investments Australia Ltd	BUY	2.40	Ordinary	7,420	7,420
30-Aug-18	Vanguard Investments Australia Ltd	BUY	2.11	Ordinary	5,763	5,763
31-Aug-18	Vanguard Investments Australia Ltd	BUY	2.06	Ordinary	5,763	5,763
4-Sep-18	Vanguard Investments Australia Ltd	BUY	2.08	Ordinary	9,163	9,163
10-Sep-18	Vanguard Investments Australia Ltd	BUY	2.06	Ordinary	7,550	7,550
17-Sep-18	Vanguard Investments Australia Ltd	BUY	1.99	Ordinary	9,163	9,163
18-Sep-18	Vanguard Investments Australia Ltd	BUY	1.97	Ordinary	5,973	5,973
21-Sep-18	Vanguard Investments Australia Ltd	BUY	1.98	Ordinary	4,383	4,383
26-Sep-18	Vanguard Investments Australia Ltd	BUY	2.00	Ordinary	4,734	4,734
27-Sep-18	Vanguard Investments Australia Ltd	BUY	2.01	Ordinary	66,990	66,990
28-Sep-18	Vanguard Investments Australia Ltd	SELL	2.00	Ordinary	(5,973)	(5,973)
28-Sep-18	Vanguard Investments Australia Ltd	SELL	2.00	Ordinary	(73,393)	(73,393)
1-Oct-18	Vanguard Investments Australia Ltd	BUY	1.98	Ordinary	7,180	7,180
1-Oct-18	Vanguard Investments Australia Ltd	BUY	1.98	Ordinary	7,407	7,407
3-Oct-18	Vanguard Investments Australia Ltd	BUY	2.03	Ordinary	7,391	7,391
8-Oct-18	Vanguard Investments Australia Ltd	BUY	2.01	Ordinary	5,973	5,973
8-Oct-18	Vanguard Investments Australia Ltd	BUY	2.01	Ordinary	6,732	6,732
9-Oct-18	Vanguard Investments Australia Ltd	BUY	2.00	Ordinary	4,308	4,308
11-Oct-18	Vanguard Investments Australia Ltd	BUY	2.02	Ordinary	9,900	9,900
12-Oct-18	Vanguard Investments Australia Ltd	BUY	2.06	Ordinary	4,308	4,308
17-Oct-18	Vanguard Investments Australia Ltd	BUY	2.11	Ordinary	4,308	4,308
17-Oct-18	Vanguard Investments Australia Ltd	BUY	2.11	Ordinary	12,767	12,767
23-Oct-18	Vanguard Investments Australia Ltd	BUY	2.13	Ordinary	5,820	5,820
23-Oct-18	Vanguard Investments Australia Ltd	BUY	2.13	Ordinary	4,308	4,308
23-Oct-18	Vanguard Investments Australia Ltd	BUY	2.13	Ordinary	5,744	5,744
24-Oct-18	Vanguard Investments Australia Ltd	BUY	2.16	Ordinary	8,112	8,112
25-Oct-18	Vanguard Investments Australia Ltd	BUY	2.06	Ordinary	3,880	3,880
25-Oct-18	Vanguard Investments Australia Ltd	BUY	2.06	Ordinary	5,744	5,744
25-Oct-18	Vanguard Investments Australia Ltd	BUY	2.06	Ordinary	9,464	9,464
29-Oct-18	Vanguard Investments Australia Ltd	BUY	1.99	Ordinary	5,744	5,744
31-Oct-18	Vanguard Investments Australia Ltd	BUY	2.05	Ordinary	1,962	1,962
31-Oct-18	Vanguard Investments Australia Ltd	BUY	2.05	Ordinary	10,464	10,464
1-Nov-18	Vanguard Investments Australia Ltd	BUY	2.03	Ordinary	1,308	1,308
2-Nov-18	Vanguard Investments Australia Ltd	BUY	2.02	Ordinary	8,502	8,502
12-Nov-18	Vanguard Investments Australia Ltd	BUY	2.45	Ordinary	8,502	8,502
13-Nov-18	Vanguard Investments Australia Ltd	BUY	2.43	Ordinary	5,877	5,877
22-Nov-18	Vanguard Investments Australia Ltd	BUY	2.85	Ordinary	4,332	4,332
22-Nov-18	Vanguard Investments Australia Ltd	BUY	2.85	Ordinary	4,332	4,332
22-Nov-18	Vanguard Investments Australia Ltd	BUY	2.85	Ordinary	6,860	6,860
27-Nov-18	Vanguard Investments Australia Ltd	BUY	2.82	Ordinary	5,871	5,871
29-Nov-18	Vanguard Investments Australia Ltd	BUY	2.83	Ordinary	5,390	5,390

Annexure A

Date of change	Person whose relevant interest changed	Nature of Change(6)	Consideration given in relation to change(7)	Class	Number of securities affected	Person's votes affected
30-Nov-18	Vanguard Investments Australia Ltd	SELL	2.80	Ordinary	(14,744)	(14,744)
30-Nov-18	Vanguard Investments Australia Ltd	BUY	2.80	Ordinary	66,781	66,781
3-Dec-18	Vanguard Investments Australia Ltd	BUY	2.93	Ordinary	6,370	6,370
4-Dec-18	Vanguard Investments Australia Ltd	BUY	3.00	Ordinary	113,740	113,740
4-Dec-18	Vanguard Investments Australia Ltd	BUY	3.00	Ordinary	66,027	66,027

This is Annexure A of 2 pages referred to in Form 603, Notice of Initial substantial holder.

Signature

Date

6-Dec-18