

Disclosure of beginning to have substantial holding

Section 276, Financial Markets Conduct Act 2013

To NZX Limited

and

To Evolve Education Group Limited

Date this disclosure made: 18/06/2020

Date on which substantial holding began: 12/06/2020

Substantial product holder(s) giving disclosure

Full name(s): Wilson Asset Management International Pty Limited and its Associates
(Wilson Asset Management Group) as defined in Appendix A

Summary of substantial holding

Class of quoted voting products: **Ordinary Shares**, ISIN: NZEVOE0001S4

Summary for **Wilson Asset Management Group**

For this disclosure,—

- (a) total number held in class: **57,613,490**
- (b) total in class: **1,118,603,993**
- (c) total percentage held in class: **5.15%**

Details of relevant interests

Details for: WAM Capital Limited

Nature of relevant interest(s): Beneficial owner

For that relevant interest,—

- (a) number held in class: 16,520,758
- (b) percentage held in class: 1.48%
- (c) current registered holder(s): HSBC Custody Nominees (Australia) Limited
- (d) registered holder(s) once transfers are registered: WAM Capital Limited

For a derivative relevant interest, also—

- (a) type of derivative: **Not applicable**
- (b) details of derivative: **Not applicable**
- (c) parties to the derivative: **Not applicable**
- (d) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: **Not applicable**

Details for: WAM Microcap Limited

Nature of relevant interest(s): Beneficial owner

For that relevant interest,—

- (a) number held in class: 34,687,389
- (b) percentage held in class: 3.10%
- (c) current registered holder(s): HSBC Custody Nominees (Australia) Limited
- (d) registered holder(s) once transfers are registered: WAM Microcap Limited

For a derivative relevant interest, also—

- (a) type of derivative: **Not applicable**
- (b) details of derivative: **Not applicable**
- (c) parties to the derivative: **Not applicable**
- (d) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: **Not applicable**

Details for: WAM Research Limited

Nature of relevant interest(s): Beneficial owner

For that relevant interest,—

- (a) number held in class: 5,636,435
- (b) percentage held in class: 0.50%
- (c) current registered holder(s): HSBC Custody Nominees (Australia) Limited
- (d) registered holder(s) once transfers are registered: WAM Research Limited

For a derivative relevant interest, also—

- (a) type of derivative: **Not applicable**
- (b) details of derivative: **Not applicable**
- (c) parties to the derivative: **Not applicable**
- (d) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: **Not applicable**

Details for: Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund

Nature of relevant interest(s): Beneficial owner

For that relevant interest,—

- (a) number held in class: 5,636,435
- (b) percentage held in class: 0.50%
- (c) current registered holder(s): HSBC Custody Nominees (Australia) Limited
- (d) registered holder(s) once transfers are registered: Botanical Nominees Pty Limited
ATF Wilson Asset Management Equity Fund

For a derivative relevant interest, also—

- (a) type of derivative: **Not applicable**
- (b) details of derivative: **Not applicable**
- (c) parties to the derivative: **Not applicable**

- (d) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: **Not applicable**

Details of transactions and events giving rise to substantial holding

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

Additional information

Address(es) of substantial product holder(s): **Refer to Annexure A**

Contact details: Martyn McCathie
Ph: +61 2 9258 4917
email: martyn@wilsonassetmanagement.com.au

Nature of connection between substantial product holders:

WAM Capital Limited:	Related body corporate
WAM Microcap Limited:	Related body corporate
WAM Research Limited:	Related body corporate
Botanical Nominees Pty Limited:	Related body corporate

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**

Certification

I, Martyn McCathie, 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.



Date: 18/06/20

Martyn McCathie
Head of Operations

Annexure A

Wilson Asset Management Group

Details of Wilson Asset Management Group

Name
Wilson Asset Management (International) Pty Limited
MAM Pty Limited
WAM Capital Limited
WAM Research Limited
WAM Active Limited
Botanical Nominees Pty Limited as trustee of the Wilson Asset Management Equity Fund
WAM Leaders Limited
WAM Microcap Limited
WAM Global Limited

Addresses

Name	Address
Wilson Asset Management (International) Pty Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
MAM Pty Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
WAM Capital Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
WAM Research Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
WAM Active Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
Botanical Nominees Pty Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
WAM Leaders Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
WAM Microcap Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
WAM Global Limited	Level 26,1 Farrer Place, Sydney, NSW 2000
HSBC Custody Nominees (Australia) Limited	Level 32, 580 George Street, Sydney NSW 2000

Signed: 

Date: 18/06/2020

Annexure B

Date of transaction	Holder of relevant interest	Nature of transaction	NZD equivalent consideration for transaction	Number of financial products	Class of securities affected
18-Feb-20	WAM Microcap Limited	On Market Purchase	26,085.24	184,358	Ordinary Shares
26-May-20	WAM Microcap Limited	On Market Purchase	173,339.05	1,500,000	Ordinary Shares
26-May-20	WAM Microcap Limited	On Market Purchase	81,695.46	726,853	Ordinary Shares
27-May-20	WAM Microcap Limited	On Market Purchase	281,624.46	2,500,000	Ordinary Shares
12-Jun-20	Botanical Nominees Pty Limited as trustee of the Wilson Asset Management Equity Fund	On Market Purchase	81,488.11	727,248	Ordinary Shares
12-Jun-20	WAM Capital Limited	On Market Purchase	1,750,852.81	15,625,643	Ordinary Shares
12-Jun-20	WAM Research Limited	On Market Purchase	597,343.43	5,331,045	Ordinary Shares
12-Jun-20	WAM Microcap Limited	On Market Purchase	763,739.76	6,816,064	Ordinary Shares
15-Jun-20	Botanical Nominees Pty Limited as trustee of the Wilson Asset Management Equity Fund	On Market Purchase	4,909.59	41,660	Ordinary Shares
15-Jun-20	WAM Capital Limited	On Market Purchase	105,488.14	895,115	Ordinary Shares
15-Jun-20	WAM Research Limited	On Market Purchase	35,989.82	305,390	Ordinary Shares

Signed: 

Date: 18/06/2020