



13 July 2015

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Melbourne VIC 3000 Australia
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facsimile 03 8616 1111
www.greencapital.com
ABN 98 120 328 529
AFSL 303903

The Manager
Company Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

By electronic lodgement

Dear Sir/Madam

Re: Notice of change of interests of substantial holder ~ G8 Education Limited (GEM)

We enclose notice of change of interests of substantial holder in G8 Education Limited (GEM). This notice is given by Greencape Capital Pty Ltd.

Yours faithfully

Melissa Robinson
Company Secretary

attach

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

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

1. Details of substantial holder (1)

Name **Greencape Capital Pty Ltd**
 ACN/ARSN (if applicable) **120 328 529**

There was a change in the interests of the substantial holder on **09.07.2015**
 The previous notice was given to the company on **30.06.2015**
 The previous notice was dated **30.06.2015**

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		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Fully Paid	19,432,072	5.32%	23,107,441	6.33%

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
Refer Annexure 1	Greencape Capital Pty Ltd	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1

4. Present relevant interests

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

Holder of relevant interest	Registered holder of securities	Persons entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Greencape Capital Pty Ltd	JP Morgan Nominees Australia Ltd	JP Morgan Nominees Australia Ltd	Ordinary fully paid shares purchased and sold on market by Greencape Capital Pty Ltd.	8,701,245 (ordinary shares)	8,701,245
As above	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	As above	1,871,445 (ordinary shares)	1,871,445
As above	National Nominees Limited	National Nominees Limited	As above	2,662,195 (ordinary shares)	2,662,195
As above	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	As above	8,765,026 (ordinary shares)	8,765,026
As above	BNP Paribas Nominees Pty Limited	BNP Paribas Nominees Pty Limited	As above	1,107,530 (ordinary shares)	1,107,530

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:

Name	Address
Greencape Capital Pty Ltd	Level 19, 31 Queen Street, Melbourne

Signatureprint name **Melissa Robinson**capacity **Company Secretary**

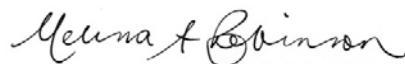
signature

date **13/07/2015**

Annexure 1

Annexure 1 consists of 3 pages and is referred to in Form 604 signed by me and dated

13/07/2015



Melissa Robinson

Transactions:

Company Name/Scheme: G8 Education Limited (GEM)
 As at: 09/07/2015
 Class of security: Ordinary Fully Paid
 Holder of relevant interest: Greencape Capital Pty Ltd

Date of Change	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
30/6/2015	Buy	60,250.20	18,415	18,415
30/6/2015	Buy	866,313.75	264,782	264,782
30/6/2015	Buy	115,291.69	35,238	35,238
30/6/2015	Buy	206,483.30	63,110	63,110
30/6/2015	Buy	493,083.16	150,707	150,707
30/6/2015	Buy	568,642.11	173,801	173,801
30/6/2015	Buy	216,252.89	66,096	66,096
30/6/2015	Buy	298,326.00	91,181	91,181
30/6/2015	Buy	11,726.13	3,584	3,584
30/6/2015	Buy	10,096.77	3,086	3,086
30/6/2015	Sell	1,436,212.56	-	440,556
1/7/2015	Buy	3,559.19	1,104	1,104
1/7/2015	Buy	2,982.11	925	925
1/7/2015	Buy	18,176.35	5,638	5,638
1/7/2015	Buy	148,770.09	46,146	46,146
1/7/2015	Buy	34,811.67	10,798	10,798
1/7/2015	Buy	65,393.59	20,284	20,284
1/7/2015	Buy	171,849.99	53,305	53,305
1/7/2015	Buy	90,011.29	27,920	27,920
1/7/2015	Buy	261,380.92	81,076	81,076
1/7/2015	Buy	7,692.23	2,386	2,386
1/7/2015	Buy	62,604.91	19,419	19,419
2/7/2015	Buy	218,799.00	69,460	69,460
2/7/2015	Buy	83,097.00	26,380	26,380
2/7/2015	Buy	40,411.35	12,829	12,829
2/7/2015	Buy	92,421.00	29,340	29,340
2/7/2015	Buy	240,439.50	76,330	76,330
2/7/2015	Buy	200,147.85	63,539	63,539
2/7/2015	Buy	20,446.65	6,491	6,491
2/7/2015	Buy	659,628.90	209,406	209,406
2/7/2015	Buy	7,531.65	2,391	2,391
2/7/2015	Buy	5,260.50	1,670	1,670
2/7/2015	Buy	6,816.60	2,164	2,164
2/7/2015	Buy	62,663.80	19,949	19,949
2/7/2015	Buy	23,797.73	7,576	7,576
2/7/2015	Buy	11,575.32	3,685	3,685
2/7/2015	Buy	26,470.89	8,427	8,427
2/7/2015	Buy	68,861.39	21,922	21,922
2/7/2015	Buy	57,320.62	18,248	18,248
2/7/2015	Buy	5,855.20	1,864	1,864
2/7/2015	Buy	188,914.91	60,141	60,141
2/7/2015	Buy	2,158.00	687	687
2/7/2015	Buy	1,507.78	480	480
2/7/2015	Buy	1,950.69	621	621
3/7/2015	Buy	62,147.82	19,649	19,649
3/7/2015	Buy	18,015.88	5,696	5,696
3/7/2015	Buy	20,432.33	6,460	6,460
3/7/2015	Buy	177,878.33	56,239	56,239
3/7/2015	Buy	2,318.41	733	733

Date of Change	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
3/7/2015	Buy	20,280.51	6,412	6,412
3/7/2015	Buy	24,034.88	7,599	7,599
3/7/2015	Buy	1,878.76	594	594
3/7/2015	Buy	5,835.55	1,845	1,845
3/7/2015	Buy	88,431.52	27,959	27,959
3/7/2015	Buy	31,429.74	9,937	9,937
3/7/2015	Buy	149,744.31	47,886	47,886
3/7/2015	Buy	43,407.28	13,881	13,881
3/7/2015	Buy	49,236.19	15,745	15,745
3/7/2015	Buy	428,606.58	137,062	137,062
3/7/2015	Buy	5,585.00	1,786	1,786
3/7/2015	Buy	48,867.19	15,627	15,627
3/7/2015	Buy	57,917.02	18,521	18,521
3/7/2015	Buy	4,524.91	1,447	1,447
3/7/2015	Buy	14,062.57	4,497	4,497
3/7/2015	Buy	213,080.59	68,140	68,140
3/7/2015	Buy	75,728.98	24,217	24,217
3/7/2015	Buy	21,551.81	6,941	6,941
3/7/2015	Buy	6,247.26	2,012	2,012
3/7/2015	Buy	61,687.04	19,867	19,867
3/7/2015	Buy	804.20	259	259
3/7/2015	Buy	7,032.83	2,265	2,265
3/7/2015	Buy	8,336.93	2,685	2,685
3/7/2015	Buy	652.05	210	210
3/7/2015	Buy	2,024.46	652	652
3/7/2015	Buy	30,668.09	9,877	9,877
3/7/2015	Buy	10,898.55	3,510	3,510
3/7/2015	Buy	7,085.61	2,282	2,282
6/7/2015	Buy	69,025.03	22,569	22,569
6/7/2015	Buy	600,893.02	196,473	196,473
6/7/2015	Buy	7,826.45	2,559	2,559
6/7/2015	Buy	68,511.22	22,401	22,401
6/7/2015	Buy	81,197.46	26,549	26,549
6/7/2015	Buy	6,343.12	2,074	2,074
6/7/2015	Buy	19,714.45	6,446	6,446
6/7/2015	Buy	298,732.28	97,676	97,676
6/7/2015	Buy	209,934.69	68,642	68,642
6/7/2015	Buy	60,856.04	19,898	19,898
6/7/2015	Buy	106,166.24	34,713	34,713
7/7/2015	Buy	44,410.67	14,011	14,011
7/7/2015	Buy	334,538.60	105,546	105,546
7/7/2015	Buy	114,587.82	36,151	36,151
7/7/2015	Buy	3,972.89	1,253	1,253
7/7/2015	Buy	33,989.77	10,723	10,723
7/7/2015	Buy	40,871.40	12,894	12,894
7/7/2015	Buy	4,613.95	1,455	1,455
7/7/2015	Buy	42,908.23	13,537	13,537
7/7/2015	Buy	122,401.14	38,616	38,616
7/7/2015	Buy	199,060.39	62,803	62,803
7/7/2015	Buy	38,896.29	12,700	12,700
7/7/2015	Buy	158,035.32	51,600	51,600
7/7/2015	Buy	108,212.47	35,411	35,411
7/7/2015	Buy	31,368.81	10,265	10,265
7/7/2015	Buy	35,579.84	11,643	11,643
7/7/2015	Buy	309,730.74	101,355	101,355
7/7/2015	Buy	4,033.79	1,320	1,320
7/7/2015	Buy	35,313.98	11,556	11,556
7/7/2015	Buy	41,853.61	13,696	13,696
7/7/2015	Buy	3,269.81	1,070	1,070
7/7/2015	Buy	10,160.87	3,325	3,325
7/7/2015	Buy	153,980.69	50,388	50,388
7/7/2015	Buy	54,725.06	17,908	17,908
7/7/2015	Buy	87,176.26	27,503	27,503
8/7/2015	Buy	289,960.97	97,676	97,676
8/7/2015	Buy	203,770.64	68,642	68,642

Date of Change	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
8/7/2015	Buy	59,066.23	19,897	19,897
8/7/2015	Buy	67,001.30	22,570	22,570
8/7/2015	Buy	583,249.75	196,473	196,473
8/7/2015	Buy	7,599.62	2,560	2,560
8/7/2015	Buy	66,502.58	22,402	22,402
8/7/2015	Buy	78,813.36	26,549	26,549
8/7/2015	Buy	6,153.91	2,073	2,073
8/7/2015	Buy	19,132.63	6,445	6,445
8/7/2015	Buy	103,049.01	34,713	34,713
9/7/2015	Buy	16,698.03	5,735	5,735
9/7/2015	Buy	18,939.96	6,505	6,505
9/7/2015	Buy	164,866.44	56,624	56,624
9/7/2015	Buy	18,797.29	6,456	6,456
9/7/2015	Buy	22,276.65	7,651	7,651
9/7/2015	Buy	29,130.56	10,005	10,005
9/7/2015	Buy	57,600.18	19,783	19,783
9/7/2015	Buy	2,148.76	738	738
9/7/2015	Buy	1,741.14	598	598
9/7/2015	Buy	5,409.75	1,858	1,858
9/7/2015	Buy	81,961.54	28,150	28,150

Total Number of Securities

3,675,369