

31 March 2021

Evolve requests trading halt for share placement

Listed New Zealand and Australian childcare and education centre operator Evolve Education Group Limited (ASX/NZX: EVO) has today applied for a trading halt on NZX and ASX to undertake a placement of new shares.

EVO expects to be in position to make an announcement on the outcome of the placement prior to the commencement of trading on Tuesday 6 April 2021.

EVO provides the attached cleansing notice in relation to this placement.

This announcement has been authorised for release to NZX and ASX by the EVO Board of Directors.

Edmund Mah
Chief Financial Officer

E-mail address: edmund.mah@eeg.co.nz.

For personal use only

31 March 2021

NOTICE PURSUANT TO CLAUSE 20(1)(a) OF SCHEDULE 8 TO THE FINANCIAL MARKETS CONDUCT REGULATIONS 2014

Evolve Education Group Limited (NZX: EVO, ASX: EVO) (*Evolve*) has today announced that it will undertake a placement (the *Placement*) of new fully paid ordinary shares of the same class as already quoted on the NZX Main Board of NZX Limited and the Australian Securities Exchange operated by ASX Limited.

Pursuant to clause 19 of Schedule 1 of the Financial Markets Conduct Act 2013 (*FMCA*), clause 20(1)(a) of Schedule 8 of the Financial Markets Conduct Regulations 2014 (*FMC Regulations*) and the Australian Corporations Act 2001 (Cth) (*Corporations Act*), Evolve states that:

- 1 Evolve is making the Offer in reliance upon the exclusion in clause 19 of Schedule 1 of the FMCA and is giving this notice under clause 20(1)(a) of Schedule 8 of the FMC Regulations.
- 2 Evolve is giving this notice under paragraph 708A of the Corporations Act (as modified by ASIC Instrument 16-0626).
- 3 As at the date of this notice, Evolve is in compliance with:
 - 3.1 the continuous disclosure obligations that apply to it in relation to Evolve's quoted ordinary shares; and
 - 3.2 its "financial reporting obligations" within the meaning set out in clause 20(5) of Schedule 8 of the FMC Regulations.
- 4 As at the date of this notice, there is no information that is "excluded information" as defined in clause 20(5) of Schedule 8 to the FMC Regulations in respect of Evolve.

The Offer is not expected to have any effect on the control of Evolve within the meaning set out in clause 48 of Schedule 1 of the FMCA.

This notice has been authorised for release to NZX and ASX by the EVO Board of Directors.

Edmund Mah
Chief Financial Officer
Evolve Education Group Limited