



25 September 2017

ASX Limited

Market Announcement

**Think Childcare Limited (ASX Code: TNK)
Change in Director's Interest - Appendix 3Y Notices**

Attached for release to the market are Appendix 3Y Notices – Change of Director's Interest Notice on behalf of Messrs Mr M. Edwards, Mr P. Gwilym, Mr M. Kerr and Mr A. Hanson arising from their participation as shareholders in the Company's Dividend Re-investment Plan (**DRP**) as it applied to the interim dividend for the financial half-year ended June 2017. All shares, as formally allotted on the 20 September 2017, were acquired at the DRP issue price of \$1.8668 per share.

END RELEASE

For further information contact:
Paul Gwilym
Director, CFO and Company Secretary
Tel: + 61 02 9712 7444



Think Childcare Limited

ABN 81-600-793-388

Suite 3, 1 Park Avenue, Drummoyne NSW 2047
(PO Box 465, Drummoyne NSW 1470)

p +61 2 9712-7444 | e enquiries@thinkchildcare.com.au | www.thinkchildcare.com.au

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	THINK CHILDCARE LIMITED
ABN	81 600 793 388

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	EDWARDS, Mathew
Date of last notice	11 September 2017 (Appendix 3Y)

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Refer Annexure "A"
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Refer Annexure "A"
Date of change	Refer Annexure "A"
No. of securities held prior to change	Refer Annexure "A"
Class	Refer Annexure "A"
Number acquired	Refer Annexure "A"
Number disposed	Refer Annexure "A"
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Refer Annexure "A"
No. of securities held after change	Refer Annexure "A"
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Refer Annexure "A"

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	None
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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Appendix 3Y
Change of Director's Interest Notice

ANNEXURE "A"

25 September 2017

Schedule of Director's Interest
DIRECTOR: EDWARDS, Mathew

	PREVIOUS APPENDIX 3Y 11 09 17 ASX Code : TNK	PRESENT APPENDIX 3Y 25 09 17 ASX Code : TNK	CHANGES	
Director's interest in Think Childcare Limited shares held in name of:				
(A) Ordinary Fully Paid Shares				
1	DIRECT	7,625,010	7,788,392	163,382
2	INDIRECT - Isamax Pty Ltd <as trustee for the Edwards Family Trust>	6,464,602	6,603,119	138,517
3	TOTAL DIRECTOR'S INTEREST	<u>14,089,612</u>	<u>14,391,511</u>	<u>301,899</u>
4	Think Childcare Limited – Number of Shares on Issue	<u>42,293,822</u>	<u>42,737,620</u>	<u>443,798</u>
5	TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE	<u>33.3136%</u>	<u>33.6741%</u>	<u>0.3605%</u>
(B) Non-Quoted Performance Rights – No change				
1	DIRECT	nil	nil	nil
2	INDIRECT – Isamax Pty Ltd <as trustee for the Edwards Family Trust>	110,525	110,525	nil
3	TOTAL DIRECTOR'S INTEREST	<u>110,525</u>	<u>110,525</u>	<u>nil</u>
4	Think Childcare Limited – Number of Rights on Issue	<u>280,696</u>	<u>280,696</u>	<u>nil</u>
5	TOTAL DIRECTORS INTEREST IN RIGHTS AS A PERCENTAGE	<u>39.38%</u>	<u>39.38%</u>	<u>nil</u>

COMMENT:

Mr Edwards has an interest in the above Think Childcare Limited issued securities for the following reasons:

1 DIRECT

Mr Edwards is the legal and beneficial holder of the 7,788,392 shares registered in his name in the Register of Members of Think Childcare Limited; and

2 INDIRECT

Mr Edwards as director and sole shareholder of Isamax Pty Ltd <ATF the Edwards Family Trust> has a relevant interest in the 6,603,119 ordinary shares registered in its name in the register of members of Think Childcare Limited together with a relevant interest in 110,525 Performance Rights as granted by shareholders at the relevant Annual General Meetings.

Movements in Entitlements – (A) QUOTED Ordinary Shares – No change

(A.1) DIRECT

Balance, per Appendix 3Y, 11 September 2017 7,625,010

PLUS

Per Participation in the THINK Dividend Re-Investment Plan arising from the June 2017 Interim Dividend at the DRP issue price of A\$ \$1.8668 a share on 20 September 2017:

163,382

Balance, per Appendix 3Y, 25 September 2017

7,788,392

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Change of Director's Interest Notice

(A.2) INDIRECT – Isamax Pty Ltd

Balance, per Appendix 3Y, 11 September 2017 6,464,602

PLUS

Per Participation in the THINK Dividend Re-Investment Plan arising from the June 2017 Interim Dividend at the DRP issue price of A\$ \$1.8668 a share on 20 September 2017:

138,517

Balance, per Appendix 3Y, 25 September 2017 **6,603,119**

Movements in Entitlements - (B) Non-Quoted Performance Rights – No change

INDIRECT - Isamax Pty Ltd

Balance, per Appendix 3Y, 11 September 2017 110,525

Balance, per Appendix 3Y, 25 September 2017 **110,525**

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	THINK CHILDCARE LIMITED
ABN	81 600 793 388

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	GWILYM, Paul
Date of last notice	11 September 2017 (Appendix 3Y)

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Refer Annexure "A"
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Refer Annexure "A"
Date of change	Refer Annexure "A"
No. of securities held prior to change	Refer Annexure "A"
Class	Refer Annexure "A"
Number acquired	Refer Annexure "A"
Number disposed	Refer Annexure "A"
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Refer Annexure "A"
No. of securities held after change	Refer Annexure "A"
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Refer Annexure "A"

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	None
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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ANNEXURE "A"

25 September 2017

Schedule of Director's Interest
DIRECTOR: GWILYM, Paul

	PRESENT APPENDIX 3Y 25 09 17 ASX Code : TNK	PREVIOUS APPENDIX 3Y 11 09 17 ASX Code : TNK	CHANGES
Director's interest in Think Childcare Limited securities held in name of:			
(A) QUOTED ORDINARY SHARES			
1 DIRECT	nil	nil	nil
2 INDIRECT – Segue Corp Pty Ltd <ATF Segue Investment Trust>	772,979	756,763	16,216
3 TOTAL DIRECTOR'S INTEREST	772,979	756,763	16,216
4 Think Childcare Limited – Number of Shares on Issue	42,737,620	42,293,822	443,798
5 TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE	1.809%	1.789%	0.020%
(B) NON-QUOTED Performance Rights – No change			
1 DIRECT	nil	nil	nil
2 INDIRECT – Segue Corp Pty Ltd <ATF Segue Investment Trust>	88,420	88,420	nil
3 TOTAL DIRECTOR'S INTEREST	88,420	88,420	nil
4 Think Childcare Limited – Number of Rights on Issue	280,696	280,696	nil
5 TOTAL DIRECTORS INTEREST IN RIGHTS AS PERCENTAGE	31.50%	31.50%	nil

COMMENT:

Mr Gwilym has an interest in the above Think Childcare Limited issued securities for the following reasons:

- 1 DIRECT – Mr Gwilym has no direct entitlement to the above noted securities of Think Childcare Limited, and
- 2 INDIRECT - Segue Corp Pty Ltd <AFT Segue Investment Trust> in which Mr Gwilym is a beneficiary has a relevant interest in the 772,979 ordinary shares of Think Childcare Limited registered in its name together with 88,420 Performance Rights as granted by shareholders at the relevant Annual General Meetings.

Movements in Entitlements – (A) QUOTED Ordinary Shares

INDIRECT – Segue Corp Pty Ltd

Balance , per Appendix 3Y, 11 September 2017	756,763
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PLUS

Per Participation in the THINK Dividend Re-Investment Plan arising from the June 2017 Interim Dividend at the DRP issue price of A\$ \$1.8668 a share on 20 September 2017:

<u>16,216</u>

Balance , per Appendix 3Y, 25 September 2017	<u>772,979</u>
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Movements in Entitlements - (B) NON-QUOTED Performance Rights – NO CHANGE

INDIRECT – Segue Corp Pty Ltd

Balance , per Appendix 3Y, 11 September 2017	88,420
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Balance , per Appendix 3Y, 25 September 2017	88,420
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Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	THINK CHILDCARE LIMITED
ABN	81 600 793 388

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	KERR, Mark Gregory
Date of last notice	11 September 2017 (Appendix 3Y)

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Refer Annexure "A"

Direct or indirect interest	Refer Annexure "A"
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Refer Annexure "A"
Date of change	Refer Annexure "A"
No. of securities held prior to change	Refer Annexure "A"
Class	Refer Annexure "A"
Number acquired	Refer Annexure "A"
Number disposed	Refer Annexure "A"
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Refer Annexure "A"
No. of securities held after change	Refer Annexure "A"
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Refer Annexure "A"

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	None
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

Appendix 3Y
Change of Director's Interest Notice

ANNEXURE "A"

25 September 2017

Schedule of Director's Interest
DIRECTOR: KERR, Mark Gregory

	PRESENT APPENDIX 3Y 25 09 16 ASX Code : TNK	PREVIOUS APPENDIX 3Y 11 09 17 ASX Code : TNK	CHANGES
Director's interest in issued securities of Think Childcare Limited held in name of:			
(A) Quoted Ordinary Shares			
1	nil	nil	nil
2	1,149,457	1,125,344	24,113
3	320,940	314,208	6,732
4	1,470,397	1,439,552	30,845
5	42,737,620	42,293,822	443,798
6	3.441%	3.404%	0.037%
(B) Non-Quoted Performance Rights – No Change			
1	nil	nil	nil
2	26,666	26,666	nil
3	26,666	26,666	nil
4	280,696	280,696	nil
5	9.50%	9.50%	nil

COMMENT:

Mr Kerr has an interest in the above Think Childcare Limited issued securities for the following reasons:

- 1 **DIRECT** – Mr Kerr has no direct entitlement to the above noted securities of Think Childcare Limited
- 2 **INDIRECT** – Mr Kerr as a trustee of Lindmark Investments Staff Superannuation Fund has a relevant interest in the 1,149,457 ordinary shares registered jointly in the names of himself and Mrs L M Kerr as Trustees of the Fund; and
- 3 **INDIRECT** – Mr Kerr as a Director and sole shareholder of Paradyce Pty Ltd has a relevant interest in the 320,940 ordinary shares registered in its name together with a relevant interest in 26,666 Performance Rights as granted by shareholders at the 2016 Annual General Meeting held on 6 May 2016.

Appendix 3Y
Change of Director's Interest Notice

MOVEMENTS IN ENTITLEMENTS –

(A) Ordinary fully paid shares

(i) INDIRECT - Mark Gregory and Linda Marie Kerr <ATF Lindmark Investment Staff Fund>

Balance, per Appendix 3Y, 11 September 2017 1,125,344

PLUS

Per Participation in the THINK Dividend Re-Investment Plan arising from the June 2017 Interim Dividend at the DRP issue price of A\$ \$1.8668 a share on 20 September 2017:

24,113

Balance, per Appendix 3Y, 25 September 2017 **1,149,457**

(ii) INDIRECT - Paradyce Pty Ltd

Balance, per Appendix 3Y, 11 September 2017 314,208

PLUS

Per Participation in the THINK Dividend Re-Investment Plan arising from the June 2017 Interim Dividend at the DRP issue price of A\$ \$1.8668 a share on 20 September 2017:

6,732

Balance, per Appendix 3Y, 25 September 2017 **320,940**

(B) Non-Quoted Performance Rights

INDIRECT - Paradyce Pty Ltd – No Change

Balance, per Appendix 3Y, 11 September 2017 26,666

Balance, per Appendix 3Y, 25 September 2017 **26,666**

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	THINK CHILDCARE LIMITED
ABN	81 600 793 388

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	HANSON, Andrew
Date of last notice	11 September 2017 (Appendix 3Y)

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Refer Annexure "A"
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Refer Annexure "A"
Date of change	Refer Annexure "A"
No. of securities held prior to change	Refer Annexure "A"
Class	Refer Annexure "A"
Number acquired	Refer Annexure "A"
Number disposed	Refer Annexure "A"
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Refer Annexure "A"
No. of securities held after change	Refer Annexure "A"
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Refer Annexure "A"

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	None
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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Appendix 3Y
Change of Director's Interest Notice

ANNEXURE "A"

25 September 2017

Schedule of Director's Interest
DIRECTOR: HANSON, Andrew

	PREVIOUS APPENDIX 3Y 11 09 17 ASX Code : TNK	PRESENT APPENDIX 3Y 25 09 17 ASX Code : TNK	CHANGES
Director's interest in Think Childcare Limited securities held in name of:			
(A) QUOTED ORDINARY SHARES			
1 DIRECT	nil	nil	nil
2 INDIRECT – Bond Street Custodians Limited	52,064	53,180	1,116
3 INDIRECT – HFT Holding Company Pty Ltd <ATF Hanson Family Trust>	10,000	10,000	nil
4 TOTAL DIRECTOR'S INTEREST	62,064	63,180	1,116
5 Think Childcare Limited – Number of Shares on Issue	42,293,822	42,737,620	443,798
6 TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE	0.147%	0.148%	0.001%
(B) NON-QUOTED – PERFORMANCE RIGHTS – NO CHANGE			
1 DIRECT	nil	nil	nil
2 INDIRECT – HFT Holding Company Pty Ltd <ATF Hanson Family Trust>	20,000	20,000	nil
3 TOTAL DIRECTOR'S INTEREST	20,000	20,000	nil
4 Think Childcare Limited – Number of Rights on Issue	280,696	280,696	nil
5 TOTAL DIRECTORS INTEREST IN RIGHTS AS PERCENTAGE	7.13%	7.13%	nil

COMMENT:

Mr Hanson has an interest in the above Think Childcare Limited issued securities for the following reasons:

1 DIRECT

Mr Hanson has no direct entitlement to the above noted securities of Think Childcare Limited

2 INDIRECT

Mr Hanson has a relevant interest in the 53,180 shares as registered in the name of Bond Street Custodians Limited which are held on behalf of the HFSF Holding Company Pty Ltd <ATF The Hanson Family Superannuation Fund> - a company of which Mr Hanson is a director and shareholder.

3 INDIRECT

Mr Hanson has a relevant interest in the 10,000 shares as registered in the name of HFT Holding Company Pty Ltd which are held on behalf of the Hanson Family Trust - a company of which Mr Hanson is a director and shareholder.

4 INDIRECT

As a director and shareholder in HFT Holding Company Pty Ltd <ATF the Hanson Family Trust> Mr Hanson has a relevant interest in the 20,000 Non-Quoted Performance Rights as granted to him by shareholders of Think Childcare Limited at the 2016 Annual General Meeting held on 6 May 2016 and as registered in the name of HFT Holding Company Pty Ltd <ATF the Hanson Family>

Movements in Entitlements – (A) QUOTED Ordinary Shares

INDIRECT – Bond Street Custodians Limited

Balance, per Appendix 3Y, 11 September 2017 52,064

PLUS

Per Participation in the THINK Dividend Re-Investment Plan arising from the June 2017 Interim Dividend at the DRP issue price of A\$ \$1.8668 a share on 20 September 2017: 1,116

Balance, per Appendix 3Y, 25 September 2017 **53,180**

INDIRECT – HFT Holding Company Pty Ltd – NO CHANGE

Balance, per Appendix 3Y, 11 September 2017 10,000

Balance, per Appendix 3Y, 25 September 2017 **10,000**

Movements in Entitlements - (B) NON-QUOTED Performance Rights – NO CHANGE

INDIRECT – HFT Holding Company Pty Ltd

Balance, per Appendix 3Y, 11 September 2017 20,000

Balance, per Appendix 3Y, 25 September 2017 **20,000**