



12 December 2019

ASX Limited
Market Announcement

Think Childcare Limited (ASX Code: TNK)

Federal Court of Australia approves Scheme of Arrangement

Think Childcare Limited (ASX: TNK) (**TNK**) is pleased to announce that the Federal Court of Australia (**Court**) has today made orders approving the scheme of arrangement under which it is proposed that TNK and Think Childcare Development Limited ACN 635 178 166 (**TND**) form a stapled structure such that shares in each of TNK and TND will be stapled and must, if transferred, be transferred together (**Scheme**).

It is expected that a copy of the Court's orders will be lodged with the Australian Securities and Investments Commission on Friday, 13 December 2019, at which time the Scheme will become legally effective. If this occurs, TNK shares will be suspended effective from the commencement of trading on ASX at 10:00am on Monday, 16 December 2019.

Special Dividend

TNK also announces that the TNK Board have determined a fully franked special dividend in an aggregate amount of \$6 million (**Special Dividend**). The Special Dividend will be paid on Monday, 23 December 2019 to TND on behalf of TNK Shareholders registered as at the Special Dividend Record Date (currently proposed to be 7.00pm on Tuesday, 17 December 2019).

Issue of Stapled Securities

TNK Shareholders who hold TNK Shares on the Record Date (currently proposed to be 7.00pm on Friday, 20 December 2019) (**Scheme Shareholders**) will be entitled to the Special Dividend and will receive one TND share for each TNK share held on the Record Date in lieu



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of receiving the Special Dividend in cash (in accordance with the terms of the Scheme as set out in Appendix 2 to the Explanatory Booklet dated 31 October 2019).

The Scheme requires the TND shares to be issued to Scheme Shareholders and stapled to Scheme Shareholders TNK shares on a one for one basis on the Implementation Date (currently proposed to be Monday, 23 December 2019).

Mathew Edwards

Managing Director and Chief Executive Officer

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