



29 January 2020

ASX Limited
Market Announcement

Think Childcare Group (ASX Code: TNK)
Appendix 3Y - Change of Director's Interest Notice

Attached for release to the market are the following:

- (a) an Appendix 3Y – Change of Director's Interest Notice on behalf of Mr J. Dicks advising the shareholding interests of Director, J. Dicks arising from the acquisition of shares from M. Edwards; and
- (b) an Appendix 3Y – Change of Director's Interest Notice on behalf of Mr M. Edwards advising the shareholding interests of Director, M. Edwards arising from the disposal of shares and also transferring shares from one shareholder account to another.

For further information:

Mathew Edwards
Managing Director and CEO, Think Childcare Limited
Director, Think Childcare Development Limited
T +61 2 9724 7444
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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 Group¹
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 Graeme
Date of last notice	24 December (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>	\$1.35 Per Share
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>	Off-market trade

¹ A stapled entity comprising Think Childcare Limited ACN 600 793 388 and Think Childcare Development Limited ACN 635 128 166

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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Appendix 3Y
Change of Director's Interest Notice

ANNEXURE "A"

29 January 2020

Schedule of Director's Interest
DIRECTOR: EDWARDS, Mathew Graeme

	PREVIOUS APPENDIX 3Y 24 12 19 ASX Code: TNK	PRESENT APPENDIX 3Y 29 01 20 ASX Code: TNK	CHANGES	
Director's interest in stapled securities of the Think Childcare Group held in the name of:				
(A) Ordinary Fully Paid Shares				
1	DIRECT – Mathew Graeme Edwards	7,538,405	7,483,219	(55,186)
2	INDIRECT - Isamax Pty Ltd <as trustee for the Edwards Family Trust>	6,646,806	6,646,806	nil
3	INDIRECT – Seuss Tpywg Pty Ltd <as trustee for EDSUPER>	149,987	175,543	25,556
4	TOTAL DIRECTOR'S INTEREST	14,335,198	14,305,568	(29,630)
5	Think Childcare Group – Number of Securities on Issue	60,862,889	60,862,889	nil
6	TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE	23.5533%	23.5045%	

(B) Non-Quoted Performance Rights

1	DIRECT	nil	nil	nil
2	INDIRECT – Isamax Pty Ltd <as trustee for the Edwards Family Trust>	14,621	14,621	nil
3	TOTAL DIRECTOR'S INTEREST	14,621	14,621	nil
4	Think Childcare Group – Number of Rights on Issue	46,367	46,367	nil
5	TOTAL DIRECTORS INTEREST IN RIGHTS AS A PERCENTAGE	31.53%	31.53%	nil

COMMENT:

Mr Edwards has an interest in the above Think Childcare Group stapled securities for the following reasons:

1 DIRECT

Mr Edwards is the legal and beneficial holder of the 7,483,219 stapled securities registered in his name in the Register of Members of the Think Childcare Group; 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 6,646,806 stapled securities registered in its name in the register of members of the Think Childcare Group together with a relevant interest in 14,621 Performance Rights as granted by shareholders at the relevant Annual General Meetings.

3 INDIRECT

Mr Edwards as director and shareholder of Seuss Tpywg Pty Ltd <ATF EDSUPER> and a member of the fund, has a relevant interest in the 175,543 stapled securities registered in its name in the register of members of the Think Childcare Group.

Movements in Entitlements – (A) QUOTED Ordinary Shares

(A.1) DIRECT

Change

Balance, per Appendix 3Y, 24 December 2019 7,538,405

LESS

On 22 January 2020 by off-market transfer, 29,630 Think Childcare Group stapled securities transferred to Mr Joe Leonard Dicks + Mrs Megan Linsay Dicks <The Dicks Family S/Fund> at a value of \$40,000.50 (at \$1.35 per share): (29,630)

LESS

On 22 January 2020 by off-market transfer, 25,556 Think Childcare Group stapled securities transferred to Seuss Tpywg Pty Ltd <ATF EDSUPER> at a value of \$34,500.60 (at \$1.35 per share): (25,556)

Balance, per Appendix 3Y, 29 January 2020 **7,483,219**

(A.2) INDIRECT – Isamax Pty Ltd

No Change

Balance, per Appendix 3Y, 24 December 2019 6,646,806

Balance, per Appendix 3Y, 29 January 2020 **6,646,806**

(A.3) INDIRECT – Seuss Tpywg Pty Ltd

Change

Balance, per Appendix 3Y, 24 December 2019 149,987

PLUS

On 22 January 2020 by off-market transfer, 25,556 Think Childcare Group stapled securities transferred from Mathew Edwards at a value of \$34,500.60 (at \$1.35 per share): 25,556

Balance, per Appendix 3Y, 29 January 2020 **175,543**

Movements in Entitlements - (B) Non-Quoted Performance Rights

No Change

INDIRECT - Isamax Pty Ltd

Balance, per Appendix 3Y, 29 December 2019 14,621

Balance, per Appendix 3Y, 29 January 2020 **14,621**

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

Name of entity	Think Childcare Group¹
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	DICKS, Joe Leonard
Date of last notice	24 December 2019 (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) <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>	\$1.35 Per Share
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>	Off-market trade

¹ A stapled entity comprising Think Childcare Limited ACN 600 793 388 and Think Childcare Development Limited ACN 635 128 166

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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Appendix 3Y
Change of Director's Interest Notice

ANNEXURE "A"

29 January 2020

Schedule of Director's Interest
DIRECTOR: DICKS, Joe Leonard

PREVIOUS APPENDIX 3Y 24 12 19 ASX Code: TNK	PRESENT APPENDIX 3Y 29 01 20 ASX Code: TNK	CHANGES
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Director's interest in stapled securities of the Think Childcare Group held in the name of:

Quoted Ordinary Shares

1	DIRECT – Joe Leonard Dicks	nil	nil	nil
2	INDIRECT - Mr Joe Leonard Dicks + Mrs Megan Lindsay Dicks <The Dicks Family S/Fund A/C>	nil	29,630	29,630
2				
3	TOTAL DIRECTOR'S INTEREST	nil	29,630	29,630
4	Think Childcare Group – Number of Securities on Issue	60,862,889	60,862,889	nil
5	TOTAL DIRECTORS INTEREST IN SHARES AS A PERCENTAGE	0.000%	0.0487%	

COMMENT:

Mr Dicks has an interest in the above Think Childcare Group stapled securities for the following reasons:

1 DIRECT

Mr Dicks has no direct entitlement to the above noted stapled securities of the Think Childcare Group; and

2 INDIRECT

Mr Dicks as a trustee of The Dicks Family Superannuation Fund (**Fund**) has a relevant interest in the 29,630 stapled securities registered jointly in the names of himself and Mrs M L Dicks as Trustees of the Fund.

Movements in Entitlements – (A) QUOTED Ordinary Shares

(A.1) INDIRECT

Balance , per Appendix 3Y, 24 December 2019	nil
PLUS	
On 22 January 2020 by off-market transfer, 29,630 Think Childcare Group stapled securities transferred from Mathew Edwards at a value of \$40,000.50 (at \$1.35 per share):	<u>29,630</u>
Balance , per Appendix 3Y, 29 January 2020	<u>29,630</u>