



2 July 2020

**ASX Limited
Market Announcement**

**Think Childcare Group (ASX Code: TNK)
Appendix 3Y - Change of Director's Interest Notice
Form 604 - Notice of change of interests of substantial holder**

Attached for release to the market are the following:

- (a) an Appendix 3Y – Change of Director's Interest Notice on behalf of Mr M. Kerr advising the security holding interests of Director, Mr Kerr arising from the acquisition of stapled securities from Mr Edwards;
- (b) an Appendix 3Y – Change of Director's Interest Notice on behalf of Mr M. Edwards advising the security holding interests of Director, Mr Edwards arising from the disposal of stapled securities to Mr Kerr; and
- (c) a Form 604 – Notice of change of interests of substantial holder on behalf of Mr M. Edwards. The notice covers the overall change in the substantial holding relevant interest in the stapled securities of the Group, in percentage terms to date, and takes into account the sale/transfer of 740,923 securities since the previous Form 604 notice was given to the Group on 24 December 2019. Mr Edwards' overall relevant interest in percentage terms has decreased by 1.2472% per cent.

END

For further information:

Trinh Bui

Joint Company Secretary
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	KERR, Mark Gregory
Date of last notice	23 June 2020 (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"

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	Not applicable
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 Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
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"

2 July 2020

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

PREVIOUS TNK securities APPENDIX 3Y 23 06 20 ASX Code : TNK	PRESENT TNK Securities APPENDIX 3Y 02 07 20 ASX Code : TNK	CHANGES
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Director's interest in issued stapled securities of the Think Childcare Group held in the name of:

(A) Quoted Stapled Securities

1	DIRECT	nil	nil	nil
2	INDIRECT - Mark Gregory and Linda Marie Kerr <ATF Lindmark Investment Staff Fund>	1,824,066	1,824,066	nil
3	INDIRECT - Paradyce Pty Ltd	340,910	685,737	344,827
4	TOTAL DIRECTOR'S INTEREST	2,164,976	2,509,803	344,827
5	Number of Securities on Issue	61,058,636	61,058,636	nil
6	TOTAL DIRECTORS INTEREST IN SECURITIES AS A PERCENTAGE	3.546%	4.110%	0.564%

COMMENT:

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

- 1 DIRECT -** Mr Kerr has no direct entitlement to the above noted stapled securities of the Think Childcare Group; and
- 2 INDIRECT -** Mr Kerr as a trustee of Lindmark Investments Staff Superannuation Fund has a relevant interest in the 1,824,066 stapled securities 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 685,737 stapled securities registered in its name, following the acquisition of 344,827 stapled securities from Mr M. Edwards as noted above.

MOVEMENTS IN ENTITLEMENTS –

Fully paid stapled securities

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

Balance, per Appendix 3Y, 23 June 2020 1,824,066

Balance, per Appendix 3Y, 2 July 2020 1,824,066

(ii) INDIRECT - Paradyce Pty Ltd

Balance, per Appendix 3Y, 23 June 2020 340,910

PLUS

On 30 June 2020 by off-market transfer, 344,827 Think Childcare Group stapled securities transferred from Mr M. Edwards at a value of \$299,999.49 (at \$0.87 per security):

344,827

Balance, per Appendix 3Y, 2 July 2020 685,737

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	23 June 2020 (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"

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	Not applicable
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"

2 July 2020

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

		PREVIOUS APPENDIX 3Y 23 06 20 ASX Code: TNK	PRESENT APPENDIX 3Y 02 07 20 ASX Code: TNK	CHANGES
Director's interest in stapled securities of the Think Childcare Group held in the name of:				
(A) Fully Paid Stapled Securities				
1	DIRECT – Mathew Graeme Edwards	7,142,309	6,797,482	(344,827)
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>	175,543	175,543	nil
4	TOTAL DIRECTOR'S INTEREST	13,964,658	13,619,831	(344,827)
5	Think Childcare Group – Number of Securities on Issue	61,058,636	61,058,636	nil
6	TOTAL DIRECTORS INTEREST IN SECURITIES AS PERCENTAGE	22.8709%	22.3061%	(0.5648)%

(B) Non-Quoted Performance Rights

1	DIRECT – Mathew Graeme Edwards	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 6,797,482 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 Stapled Securities

(A.1) DIRECT

Change

Balance, per Appendix 3Y, 23 June 2020 7,142,309

LESS

On 30 June 2020 by off-market transfer, 344,827 Think Childcare Group stapled securities transferred to Mr M. Kerr at a value of \$299,999.49 (at \$0.87 per security) as noted above: (344,827)

Balance, per Appendix 3Y, 2 July 2020 **6,797,482**

(A.2) INDIRECT – Isamax Pty Ltd

No Change

Balance, per Appendix 3Y, 23 June 2020 6,646,806

Balance, per Appendix 3Y, 2 July 2020 **6,646,806**

(A.3) INDIRECT – Seuss Tpywg Pty Ltd

No Change

Balance, per Appendix 3Y, 23 June 2020 175,543

Balance, per Appendix 3Y, 2 July 2020 **175,543**

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

No Change

INDIRECT - Isamax Pty Ltd

Balance, per Appendix 3Y, 23 June 2020 14,621

Balance, per Appendix 3Y, 2 July 2020 **14,621**

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme **THINK CHILDCARE GROUP (a stapled entity comprising:
Think Childcare Limited ACN 600 793 388 ("TNK") and
Think Childcare Development Limited ACN 635 178 166 ("TND"))**

ACN/ARSN **as above**

1. Details of substantial holder (1)

Name **Mathew Edwards, Isamax Pty Ltd A.C.N 156 123 241<ATF Edwards Family Trust>
and Seuss Tpywg Pty Ltd A.C.N 608 961 637<as trustee for EDSUPER>**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **30/06/2020**

The previous notice was given to the company on **24/12/2019**

The previous notice was dated **24/12/2019**

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)
Stapled securities (each comprising 1 ordinary share in TNK stapled to 1 ordinary share in TND)	14,335,198	23.5533%	13,619,831	22.3061%

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 TO	ANNEXURE	"A"			

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	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
REFER TO	ANNEXURE	"A"			

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
	REFER ANNEXURE "A"

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
	REFER ANNEXURE "A"

Signature

print name	Mathew Graeme Edwards	capacity	SELF & as Sole Director ISAMAX Pty Ltd and a Director of Sues Tpywg Pty Ltd
sign here		date	02/07/2020

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

ANNEXURE "A"

2 July 2020

Schedule of Substantial Securityholder's Interest

DIRECTOR: EDWARDS, Mathew Graeme

		PREVIOUS TNK Securities Form 604 24 12 19 ASX Code: TNK	PRESENT TNK Securities Form 604 02 07 20 ASX Code: TNK	CHANGES
Director's interest in stapled securities of the Think Childcare Group held in the name of:				
(A) Fully Paid Stapled Securities				
1	DIRECT - M Edwards, 18 Fortescue Street Chiswick NSW 2046	7,538,405	6,797,482	(740,923)
2	INDIRECT - Isamax Pty Ltd <as trustee for the Edwards Family Trust>, 18 Fortescue Street Chiswick NSW 2046	6,646,806	6,646,806	nil
3	INDIRECT - Seuss Tpywg Pty Ltd <as trustee for EDSUPER> 18 Fortescue Street Chiswick NSW 2046	149,987	175,543	25,556
4	TOTAL DIRECTOR'S INTEREST	14,335,198	13,619,831	(715,367)
5	Think Childcare Group – Number of Securities on Issue	60,862,889	61,058,636	195,747
6	TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE	23.5533%	22.3061%	(1.2472)%

(B) Non-Quoted Performance Rights

1	DIRECT – Mathew Graeme Edwards	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 6,797,482 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) Quote Stapled Securities –

(A.1) DIRECT

Change

Balance, per Form 604, 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 Lindsay 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)

LESS

On 19 June 2020 by off-market transfer, 340,910 Think Childcare Group stapled securities transferred to Mr M. Kerr at a value of \$300,000.80 (at \$0.88 per security) as noted above: (340,910)

LESS

On 30 June 2020 by off-market transfer, 344,827 Think Childcare Group stapled securities transferred to Mr M. Kerr at a value of \$299,999.49 (at \$0.87 per security) as noted above: (344,827)

Balance, per Form 604, 2 July 2020 **7,538,405**

(A.2) INDIRECT – Isamax Pty Ltd

No change

Balance, per Form 604, 24 December 2019 6,646,806

Balance, per Form 604, 2 July 2020 **6,646,806**

(A.3) INDIRECT - Seuss Tpywg Pty Ltd

Change

Balance, per Form 604, 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 Form 604, 2 July 2020 175,543

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

INDIRECT - Isamax Pty Ltd

No change

Balance, per Form 604, 24 December 2019 14,621

Balance, per Form 604, 2 July 2020 **14,621**