

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

In Company Name/Scheme ThinkSmart Limited

ACN/ARSN 092 319 698

1. Details of substantial holder (1)

Name Natale Ronald Montarello

ACN/ARSN (if applicable) _____

There was a change in the interests of the

substantial holder on

29/08/2014

* Change due to implementation of on-market share buy-back scheme

The previous notice was given to the company on

10/08/2012

The previous notice was dated

10/08/2012

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)
Ordinary shares	29,209,356	18.366%	30,559,356	19.462% (based on 157,019,824 Ordinary Shares on issue)

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
20/09/2012	Natale Ronald Montarello	On-market purchases	A\$49,500.00	300,000 Ordinary Shares	300,000
21/09/2012	Natale Ronald Montarello	On-market purchases	A\$8,750.00	50,000 Ordinary Shares	50,000
04/07/2013	Natale Ronald Montarello	ThinkSmart Long Term Incentive Plan	Deemed issue price of \$0.2652 (funded by loan from ThinkSmart Limited pursuant to Long term Incentive Plan)	1,000,000 Ordinary Shares	1,000,000

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
Natale Ronald Montarello	Natale Ronald Montarello	Natale Ronald Montarello	Direct interest	5,767,072 Ordinary Shares	5,767,072
Natale Ronald Montarello	Mainwest Pty Ltd ACN 073 240 856	Mainwest Pty Ltd ACN 073 240 856	Under subsection 608(3) of the Corporations Act 2001 (Cth)	11,691,278 Ordinary Shares	11,691,278
Natale Ronald Montarello	Pershing Australia Nominees Pty Ltd <MWH Capital Pty Ltd A/C>	Pershing Australia Nominees Pty Ltd <MWH Capital Pty Ltd A/C>	Trustee and beneficiary of Montarello Investment Trust	9,563,606 Ordinary Shares	9,563,606
Natale Ronald Montarello	Pershing Australia Nominees Pty Ltd <MWH Capital Pty Ltd A/C>	Pershing Australia Nominees Pty Ltd <MWH Capital Pty Ltd A/C>	Trustee of The Adam Montarello Trust	1,200 Ordinary Shares	1,200
Natale Ronald Montarello	Pershing Australia Nominees Pty Ltd <MWH Capital Pty Ltd A/C>	Pershing Australia Nominees Pty Ltd <MWH Capital Pty Ltd A/C>	Trustee of The Scott Montarello Trust	1,200 Ordinary Shares	1,200
Natale Ronald Montarello	Pershing Australia Nominees Pty Ltd <MWH Capital Pty Ltd A/C>	Pershing Australia Nominees Pty Ltd <MWH Capital Pty Ltd A/C>	Trustee and beneficiary of Montarello Super Fund	1,535,000 Ordinary Shares	1,535,000
Natale Ronald Montarello	ThinkSmart LTI Pty Ltd as trustee for the Long Term Incentive Plan	ThinkSmart LTI Pty Ltd as trustee for the Long Term Incentive Plan	Beneficiary subject to the terms of the Long Term Incentive Plan	2,000,000 Ordinary Shares	2,000,000

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

6. Addresses

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

Name	Address
Natale Ronald Montarello	49 Keane Street, Peppermint Grove WA 6011
Mainwest Pty Ltd	49 Keane Street, Peppermint Grove WA 6011
Pershing Australia Nominees Pty Ltd <MWH Capital Pty Ltd A/C>	GPO Box 5343, Sydney NSW 2001
ThinkSmart LTI Pty Ltd	45 Ventnor Avenue, West Perth WA 6000

Signature

print name Natale Ronald Montarello

capacity

Sole Director and Secretary of Mainwest Pty Ltd, trustee of Montarello Investment Trust, trustee of Montarello Super Fund and personally

sign here



date 02/09/2014