

23 October 2014

Company Announcements
Australian Securities Exchange
20 Bridge Street
SYDNEY NSW 2000

Dear Sir / Madam

Notice of Change of Director's Interest

ThinkSmart Limited (ASX: TSM) ("the Company") refers to the ASX Announcement of 18 September 2014 advising the market that the Company has issued 500,000 ordinary shares to Mr Ned Montarello as specifically approved by shareholders at the AGM on 22 May 2014 under the Company's Long Term Incentive Plan. Attached to that ASX Announcement was the corresponding Appendix 3B, followed by the relevant ASIC Form 604: Change in Substantial Shareholding for Mr Montarello.

Due to an administrative oversight the attached Appendix 3Y for Mr Montarello was not lodged at the same time.

Yours faithfully

A handwritten signature in dark ink, appearing to read "Neil Hackett".

Neil Hackett
Company Secretary
ThinkSmart Limited

ThinkSmart Limited
ABN 24 092 319 698

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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 | ThinkSmart Limited |
| ABN | 24 092 319 698 |

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 | Natale Ronald Montarello |
| Date of last notice | 12 September 2013 |

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 | Indirect |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | Beneficiary subject to the terms of the Long Term Incentive Plan (registered holder is ThinkSmart LTI Pty Ltd as trustee for the ThinkSmart Limited Long Term Incentive Plan) |
| Date of change | 17 September 2014 |
| No. of securities held prior to change | Direct: 5,767,072 shares *1,370,000 unlisted options Indirect: 11,691,278 shares (Mainwest) 9,563,606 shares (Montarello Invest A/C) 1,200 shares (The Adam Montarello A/C) 1,200 shares (The Scott Montarello A/C) 1,535,000 shares (Montarello Super Fund A/C) 2,000,000 shares (ThinkSmart Limited Long Term Incentive Plan) * cancelled in accordance with their terms of issue |
| Class | Fully paid ordinary shares |
| Number acquired | 500,000 (subject to performance conditions pursuant to the ThinkSmart Limited Long Term Incentive Plan) |
| Number disposed | - |

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

| | |
|---|---|
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Deemed issue price of \$0.3620 (funded by loan from ThinkSmart Limited pursuant to Long Term Incentive Plan) |
| No. of securities held after change | Direct: 5,767,072 shares Indirect: 11,691,278 shares (Mainwest) 9,563,606 shares (Montarelli Invest A/C) 1,200 shares (The Adam Montarelli A/C) 1,200 shares (The Scott Montarelli A/C) 1,535,000 shares (Montarelli Super Fund A/C) 2,500,000 shares (ThinkSmart Limited Long Term Incentive Plan) |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of shares under the ThinkSmart Limited Long Term Incentive Plan (subject to performance conditions) |

Part 2 – Change of director's interests in contracts N/A

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 | |
| 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 | |

+ See chapter 19 for defined terms.

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? | N/A |
| 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 |

⁺ See chapter 19 for defined terms.