



17 August 2016

**ASX Limited  
Market Announcement**

**Think Childcare Limited (ASX Code: TNK)**

**Change in Director's Interest - Appendix 3Y Notices**

Attached for release to the market are Appendix 3Y Notices on behalf of Think Childcare Limited Directors:

Mr M G Kerr  
Mr M G Edwards  
Mr P Gwilym, and  
Mr A D Hanson

Each of the attached Notices record the formal issue to the Directors on 11 August 2016 of the Performance Rights as granted by shareholders at the 2016 Annual General Meeting.

***END RELEASE***

For further information contact:

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Executive Director and CFO

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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

<b>Name of entity</b>	<b>THINK CHILDCARE LIMITED</b>
<b>ABN</b>	<b>81 600 793 388</b>

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.

<b>Name of Director</b>	KERR, Mark Gregory
<b>Date of last notice</b>	31 March 2016 (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”

<b>Direct or indirect interest</b>	Refer Annexure “A”
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Refer Annexure “A”
<b>Date of change</b>	Refer Annexure “A”
<b>No. of securities held prior to change</b>	Refer Annexure “A”
<b>Class</b>	Refer Annexure “A”
<b>Number acquired</b>	Refer Annexure “A”
<b>Number disposed</b>	Refer Annexure “A”
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Refer Annexure “A”
<b>No. of securities held after change</b>	Refer Annexure “A”
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Refer Annexure “A”

## 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.

<b>Detail of contract</b>	None
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

## Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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**Appendix 3Y**  
**Change of Director's Interest Notice**

**ANNEXURE "A"**

**17 August 2016**

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

		PREVIOUS APPENDIX 3Y 31 03 16 ASX Code : TNK	PRESENT APPENDIX 3Y 17 08 16 ASX Code : TNK	CHANGES
<b>Director's interest in issued securities of Think Childcare Limited held in name of:</b>				
<b>(A)</b>	<b>Quoted Ordinary Shares</b>			
1	DIRECT	nil	nil	nil
2	INDIRECT - Mark Gregory and Linda Marie Kerr <ATF Lindmark Investment Staff Fund>	1,054,400	<b>1,054,400</b>	nil
3	INDIRECT - Paradyce Pty Ltd	371,818	<b>371,818</b>	nil
4	<b>TOTAL DIRECTOR'S INTEREST</b>	<u>1,426,218</u>	<u><b>1,426,218</b></u>	nil
5	Think Childcare Limited – Number of Shares on Issue	<u>41,163,087</u>	<u><b>41,163,087</b></u>	<b>nil</b>
6	<b>TOTAL DIRECTORS INTEREST IN SHARES AS A PERCENTAGE</b>	<u>3.465%</u>	<u><b>3.465%</b></u>	<b>nil</b>
<b>(B)</b>	<b>Non-Quoted Performance Rights</b>			
1	DIRECT	nil	nil	nil
2	INDIRECT - Paradyce Pty Ltd	nil	<b>40,000</b>	40,000
3	<b>TOTAL DIRECTOR'S INTEREST</b>	<u>nil</u>	<u><b>40,000</b></u>	nil
4	Think Childcare Limited – Number of Rights on Issue <b>TOTAL</b>	<u>nil</u>	<u><b>355,261</b></u>	<b>355,261</b>
5	<b>DIRECTORS INTEREST IN RIGHTS AS A PERCENTAGE</b>	<u>nil</u>	<u><b>11.26%</b></u>	<b>11.26%</b>

**COMMENT:**

Mr Kerr has an interest in the above Think Childcare Limited issued securities for the following reasons:

- 1 **DIRECT** – Mr Kerr has no direct entitlement to the above noted securities of Think Childcare Limited
- 2 **INDIRECT** – Mr Kerr as a trustee of Lindmark Investments Staff Superannuation Fund has a relevant interest in the 1,054,400 ordinary shares 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 371,818 ordinary shares registered in its name (of which 350,000 shares are subject to a two year escrow period as from 21 October 2014) together with a relevant interest in 40,000 Performance Rights as granted by shareholders at the 2016 Annual General Meeting held on 6 May 2016.

**MOVEMENTS IN ENTITLEMENTS - (B) Non-Quoted Performance Rights**

**INDIRECT - Paradyce Pty Ltd**

<b>Balance</b> , per Appendix 3Y, 31 March 2016	nil
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<b>Plus</b> Performance Rights as granted per shareholders resolution at the 2016 Annual General Meeting held on 6 May 2016 per the terms and conditions set out in the Notice of Meeting and Explanatory Statement – as formally issued by the Company on 11 August 2016	<u>40,000</u>
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<b>Balance</b> , per Appendix 3Y, 17 August 2016	<u>40,000</u>
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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

<b>Name of entity</b>	<b>THINK CHILDCARE LIMITED</b>
<b>ABN</b>	<b>81 600 793 388</b>

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.

<b>Name of Director</b>	EDWARDS, Mathew
<b>Date of last notice</b>	31 March 2016 (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.

<b>Direct or indirect interest</b>	Refer Annexure "A"
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Refer Annexure "A"
<b>Date of change</b>	Refer Annexure "A"
<b>No. of securities held prior to change</b>	Refer Annexure "A"
<b>Class</b>	Refer Annexure "A"
<b>Number acquired</b>	Refer Annexure "A"
<b>Number disposed</b>	Refer Annexure "A"
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Refer Annexure "A"
<b>No. of securities held after change</b>	Refer Annexure "A"
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Refer Annexure "A"

## **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.

<b>Detail of contract</b>	None
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

## **Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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## Appendix 3Y Change of Director's Interest Notice

### ANNEXURE "A"

17 August 2016

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

	PREVIOUS APPENDIX 3Y 31 03 16 ASX Code : TNK	PRESENT APPENDIX 3X 17 08 16 ASX Code : TNK	CHANGES
<b>Director's interest in Think Childcare Limited shares held in name of:</b>			
<b>(A) Ordinary Fully Paid Shares</b>			
1 DIRECT	7,700,335	7,700,335	nil
2 INDIRECT - Isamax Pty Ltd < as trustee of the Edwards Family Trust>	6,289,134	6,289,134	nil
3 TOTAL DIRECTOR'S INTEREST	13,989,469	13,989,469	nil
4 Think Childcare Limited – Number of Shares on Issue	41,163,087	41,163,087	nil
5 TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE	33.985%	33.985%	nil
<b>(B) Non-Quoted Performance Rights</b>			
1 DIRECT	nil	nil	nil
2 INDIRECT – Isamax Pty Ltd < as trustee of the Edwards Family Trust>	nil	100,000	100,000
3 TOTAL DIRECTOR'S INTEREST	nil	100,000	100,000
4 Think Childcare Limited – Number of Rights on Issue	nil	355,261	355,261
5 TOTAL DIRECTORS INTEREST IN RIGHTS AS A PERCENTAGE	nil	28.15%	28.15%

#### COMMENT:

Mr Edwards has an interest in the above Think Childcare Limited issued securities for the following reasons:

- DIRECT** – Mr Edwards is the legal and beneficial holder of the 7,700,335 shares registered in his name in the Register of Members of Think Childcare Pty Ltd of which 7,625,010 shares are subject to a two year escrow period as from 21 October 2014; and
- INDIRECT** - Mr Edwards as director and sole shareholder of Isamax Pty Ltd <ATF the Edwards Family Trust> has a relevant interest in the 6,289,134 ordinary shares registered in its name in the register of members of Think Childcare Limited (of which 5,920,090 shares are subject to a two year escrow period as from 21 October 2014) together with a relevant interest in 100,000 Performance Rights as granted by shareholders at the 2016 Annual General Meeting held on 6 May 2016.

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

##### **INDIRECT - Isamax Pty Ltd**

Balance, per Appendix 3Y, 31 March 2016 nil

Plus Performance Rights as granted per shareholders resolution at the 2016 Annual General Meeting held on 6 May 2016 per the terms and conditions set out in the Notice of Meeting and Explanatory Statement – as formally issued by the Company on 11 August 2016.

100,000

Balance, per Appendix 3Y, 17 August 2016 100,000



# Appendix 3Y

## Change of Director's Interest Notice

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

<b>Name of entity</b>	<b>THINK CHILDCARE LIMITED</b>
<b>ABN</b>	<b>81 600 793 388</b>

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.

<b>Name of Director</b>	GWILYM, Paul
<b>Date of last notice</b>	31 March 2016 (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.

<b>Direct or indirect interest</b>	Refer Annexure "A"
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Refer Annexure "A"
<b>Date of change</b>	Refer Annexure "A"
<b>No. of securities held prior to change</b>	Refer Annexure "A"
<b>Class</b>	Refer Annexure "A"
<b>Number acquired</b>	Refer Annexure "A"
<b>Number disposed</b>	Refer Annexure "A"
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Refer Annexure "A"
<b>No. of securities held after change</b>	Refer Annexure "A"
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Refer Annexure "A"

## 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.

<b>Detail of contract</b>	None
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

## Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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**ANNEXURE "A"**

**17 August 2016**

**Schedule of Director's Interest**  
**DIRECTOR: GWILYM, Paul**

	PREVIOUS APPENDIX 3Y 31 03 16 ASX Code : TNK	PRESENT APPENDIX 3Y 17 08 16 ASX Code : TNK	CHANGES
<b>Director's interest in Think Childcare Limited securities held in name of:</b>			
<b>(A) QUOTED ORDINARY SHARES</b>			
1 DIRECT	nil	nil	nil
2 INDIRECT – Segue Corp Pty Ltd <ATF Segue Investment Trust>	701,142	<b>701,142</b>	nil
<b>3 TOTAL DIRECTOR'S INTEREST</b>	<u>701,142</u>	<u><b>701,142</b></u>	<u>nil</u>
4 Think Childcare Limited – Number of Shares on Issue	<u>41,163,087</u>	<u><b>41,163,087</b></u>	<u>nil</u>
<b>5 TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE</b>	<u>1.703%</u>	<u><b>1.703%</b></u>	<u>nil</u>
<b>(B) NON-QUOTED Performance Rights</b>			
1 DIRECT	nil	nil	nil
2 INDIRECT – Segue Corp Pty Ltd <ATF Segue Investment Trust>	nil	<b>80,000</b>	80,000
<b>3 TOTAL DIRECTOR'S INTEREST</b>	<u>nil</u>	<u><b>80,000</b></u>	<u>80,000</u>
4 Think Childcare Limited – Number of Rights on Issue	<u>nil</u>	<u><b>355,261</b></u>	<u>355,261</u>
<b>5 TOTAL DIRECTORS INTEREST IN RIGHTS AS PERCENTAGE</b>	<u>nil</u>	<u><b>22.52%</b></u>	<u>22.52%</u>

**COMMENT:**

Mr Gwilym has an interest in the above Think Childcare Limited issued securities for the following reasons:

- 1 DIRECT – Mr Gwilym has no direct entitlement to the above noted securities of Think Childcare Limited, and
- 2 INDIRECT - Segue Corp Pty Ltd <AFT Segue Investment Trust> in which Mr Gwilym is a beneficiary has a relevant interest in the 701,142 ordinary shares of Think Childcare Limited registered in its name (of which 610,000 shares are subject to a two year escrow period as from 21 October 2014) together with 80,000 Performance Rights as granted by shareholders at the 2016 Annual General Meeting on 6 May 2016.

**Movements in Entitlements - (B) NON-QUOTED Performance Rights**

**INDIRECT – Segue Corp Pty Ltd**

<b>Balance</b> , per Appendix 3Y, 31 March 2016	nil
<b>Plus</b> Performance Rights as granted per shareholders resolution at the 2016 Annual General Meeting held on 6 May 2016 per the terms and conditions set out in the Notice of Meeting and Explanatory Statement – as formally issued by the Company on 11 August 2016.	<u>80,000</u>
<b>Balance</b> , per Appendix 3Y, 17 August 2016	<u>80,000</u>

# Appendix 3Y

## Change of Director's Interest Notice

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

<b>Name of entity</b>	<b>THINK CHILDCARE LIMITED</b>
<b>ABN</b>	<b>81 600 793 388</b>

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.

<b>Name of Director</b>	HANSON, Andrew
<b>Date of last notice</b>	31 October 2014 (Appendix 3X)

### 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.

<b>Direct or indirect interest</b>	Refer Annexure "A"
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Refer Annexure "A"
<b>Date of change</b>	Refer Annexure "A"
<b>No. of securities held prior to change</b>	Refer Annexure "A"
<b>Class</b>	Refer Annexure "A"
<b>Number acquired</b>	Refer Annexure "A"
<b>Number disposed</b>	Refer Annexure "A"
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Refer Annexure "A"
<b>No. of securities held after change</b>	Refer Annexure "A"
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Refer Annexure "A"

## 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.

<b>Detail of contract</b>	None
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

## Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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**ANNEXURE "A"**

**17 August 2016**

**Schedule of Director's Interest**  
**DIRECTOR: HANSON, Andrew**

	PREVIOUS APPENDIX 3X 31 10 14 ASX Code : TNK	PRESENT APPENDIX 3Y 17 08 16 ASX Code : TNK	CHANGES
<b>Director's interest in Think Childcare Limited securities held in name of:</b>			
<b>(A) QUOTED ORDINARY SHARES</b>			
1 DIRECT	nil	nil	nil
2 INDIRECT – Bond Street Custodians Limited	50,000	50,000	nil
<b>3 TOTAL DIRECTOR'S INTEREST</b>	<b>50,000</b>	<b>50,000</b>	<b>nil</b>
4 Think Childcare Limited – Number of Shares on Issue	41,163,087	41,163,087	nil
<b>5 TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE</b>	<b>0.121%</b>	<b>0.121%</b>	<b>nil</b>
<b>(B) NON-QUOTED Performance Rights</b>			
1 DIRECT	nil	nil	nil
2 INDIRECT – HFT Holding Company Pty Ltd <ATF Hanson Family Trust>	nil	30,000	30,000
<b>3 TOTAL DIRECTOR'S INTEREST</b>	<b>nil</b>	<b>30,000</b>	<b>30,000</b>
4 Think Childcare Limited – Number of Rights on Issue	nil	355,261	355,261
<b>5 TOTAL DIRECTORS INTEREST IN RIGHTS AS PERCENTAGE</b>	<b>nil%</b>	<b>8.44%</b>	<b>8.44%</b>

**COMMENT:**

Mr Hanson has an interest in the above Think Childcare Limited issued securities for the following reasons:

- 1 DIRECT** – Mr Hanson has no direct entitlement to the above noted securities of Think Childcare Limited;
- 2 INDIRECT** – Mr Hanson has a relevant interest in the 50,000 shares as registered in the name of Bond Street Custodians Limited which are held on behalf of the HFSF Holding Company Pty Ltd <ATF The Hanson Family Superannuation Fund> - a company of which Mr Hanson is a director and shareholder.
- 3 INDIRECT** - As a director and shareholder in HFT Holding Company Pty Ltd <ATF the Hanson Family Trust> Mr Hanson has a relevant interest in the 30,000 Non-Quoted Performance Rights as granted to him by shareholders of Think Childcare Limited at the 2016 Annual General Meeting held on 6 May 2016 and as registered in the name of HFT Holding Company Pty Ltd <ATF the Hanson Family>

**Movements in Entitlements - (B) NON-QUOTED Performance Rights**

**INDIRECT – HFT Holding Company Pty Ltd**

<b>Balance</b> , per Appendix 3Y, 31 March 2016	nil
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<b>Plus</b> Performance Rights as granted per shareholders resolution at the 2016 Annual General Meeting held on 6 May 2016 per the terms and conditions set out in the Notice of Meeting and Explanatory Statement – as formally issued by the Company on 11 August 2016.	<u>30,000</u>
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<b>Balance</b> , per Appendix 3Y, 17 August 2016	<u>30,000</u>
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