



**ASX Limited  
Market Announcement**

**Think Childcare and Education Limited (ASX Code: TNK)  
Annual General Meeting (“AGM”)**

**Result of Resolutions**

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**Melbourne 6 May 2016**, At the AGM of the shareholders of Think Childcare Limited held in Melbourne today all resolutions as set out in the Notice of Meeting dated 23 March 2016 were each carried by the required majority on a unanimous show of hands; refer to the attached schedule of results.

**Managing Director’s Presentation**

During the meeting the Managing Director, Mathew Edwards, gave a presentation to members of the Company based upon the Presentation as lodged with the ASX prior to the meeting recapping the performance of the Company since listing in October 2014 and the expectations for the future in particular:

- (i) the Forecast Interim Dividend for HY 2016 of 3.5 cents a share, subject to audited results for the 30 June 2016 half year and Board approvals, which is expected to be paid in September 2016 with franking credits being to the maximum amount available; refer page 4 of the Presentation; and
- (ii) the Performance Forecast for CY 2016 where for the YTD (January to March) the Company is outperforming CY 2015 with management expecting the Company will end CY 2016 10 per cent up on CY 2015 at the underlying EBITDA level and before further acquisitions are considered; refer page 6 of the Presentation.

**END RELEASE**

For further information contact:

Paul Gwilym

Executive Director and CFO

Phone: 02 9712 7444 / Fax: 02 9712 7555

Email: [paulg@thinkchildcare.com.au](mailto:paulg@thinkchildcare.com.au)



**Think Childcare Limited**

ABN 81-600-793-388

Suite 3, 1 Park Avenue, Drummoyne NSW 2047  
(PO Box 465, Drummoyne NSW 1470)

p +61 2 9712-7444 | e [enquiries@thinkchildcare.com.au](mailto:enquiries@thinkchildcare.com.au) | [www.thinkchildcare.com.au](http://www.thinkchildcare.com.au)

**Think Childcare Limited**  
**Annual General Meeting – 6 May 2016**

VALID PROXY VOTES RECEIVED				
RESOLUTIONS	FOR	OPEN (*)	AGAINST	ABSTAINED EXCLUDED NO INSTRUCTION
<b>As Ordinary Resolutions:</b>				
<b>1 To approve the Re-election of Paul Gwilym as a Director of the Company</b>				
No. Shares	10,450,213	2,760,100	nil	nil
No. Holders	26	6	nil	nil
<b>Carried by : Show of Hands</b>				
<b>2 Adoption of Remuneration Report (**)</b>				
No. Shares	8,860,933	2,760,100	1,062	1,588,218
No. Holders	21	6	1	4
<b>Carried by: Show of Hands</b>				
<b>3 Grant of Performance Rights under the Employee Share Option Plan to Mathew Edwards</b>				
No Shares	8,971,871	2,760,100	1,062	1,477,280
No. Holders	21	6	1	4
<b>Carried by : Show of Hands</b>				
<b>4 Grant of Performance Rights under the Employee Share Option Plan to Paul Gwilym</b>				
No. Shares	8,971,871	2,760,100	1,062	1,477,280
No. Holders	21	6	1	4
<b>Carried by : Show of Hands</b>				
<b>5 Grant of Performance Rights under the Employee Share Option Plan to Mark Gregory Kerr</b>				
No. Shares	3,484,444	2,760,100	4,033.274	2,932,495
No. Holders	19	6	2	5
<b>Carried by : Show of Hands</b>				
<b>6 Grant of Performance Rights under the Employee Share Option Plan to Andrew Hanson</b>				
No. Shares	3,479,558	2,760,100	4,038,160	2,932,495
No. Holders	18	6	3	5
<b>Carried by : Show of Hands</b>				

**Notes:** (\*) Of the 2,760,100 shares cast by proxy voting cast as OPEN a total of 2,722,100 shares were given to the Chairman who in the Notice of Meeting documentation had indicated that such OPEN votes would be voted FOR each resolution; and

(\*\*) In relation to the voting on the Remuneration Report as there was a unanimous approval from the floor of the meeting to adopt the Remuneration Report on a Show of Hands and given the Proxy Voting as recorded showing that at the meeting only 1,062 shares were cast against the adoption of the Remuneration Report the motion was not put to a POLL and a 'first strike' was not recorded.