



15 September 2016

**ASX LIMITED**  
**Market Announcements Office**

**THINK CHILDCARE LIMITED**

**APPENDIX 3Y NOTICES – CHANGE IN DIRECTORS INTEREST**

Attached for release to the market are Appendix 3Y Notices advising of changes in the shareholding interests of Directors Messrs. M Edwards, P Gwilym and A Hanson arising from their participation as shareholders in the Company's Dividend Re-Investment Plan ("DRP") as it applied to the interim dividend for the financial half-year ended 30 June 2016; all shares, as formally allotted on 13 September 2016, were acquired at the DRP issue price of \$2.096 a share.

**END**

**For further information contact:**  
**Paul Gwilym**  
**Director, CFO and Company Secretary**  
**Tel: + 61 02 9712 7444**

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**Think Childcare Limited**

ABN 81-600-793-388

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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>	17 August 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"

15 September 2016

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

	PRESENT APPENDIX 3Y 15 09 16 ASX Code : TNK	PREVIOUS 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	7,847,288	7,700,335	146,953
2 INDIRECT - Isamax Pty Ltd < as trustee of the Edwards Family Trust>	6,409,155	6,289,134	120,021
3 TOTAL DIRECTOR'S INTEREST	14,256,443	13,989,469	266,974
4 Think Childcare Limited – Number of Shares on Issue	41,639,311	41,163,087	476,224
5 TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE	34.238%	33.985%	0.253%
<b>(B) Non-Quoted Performance Rights</b>			
1 DIRECT	nil	nil	nil
2 INDIRECT – Isamax Pty Ltd < as trustee of the Edwards Family Trust>	100,000	100,000	nil
3 TOTAL DIRECTOR'S INTEREST	100,000	100,000	nil
4 Think Childcare Limited – Number of Rights on Issue	355,261	355,261	nil
5 TOTAL DIRECTORS INTEREST IN RIGHTS AS A PERCENTAGE	28.15%	28.15%	nil

#### COMMENT:

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

#### 1 DIRECT

Mr Edwards is the legal and beneficial holder of the 7,847,288 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

#### 2 INDIRECT

Mr Edwards as director and sole shareholder of Isamax Pty Ltd <ATF the Edwards Family Trust> has a relevant interest in the 6,409,155 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 – (A) QUOTED Ordinary Shares

#### (A.1) DIRECT –

Balance, per Appendix 3Y, 17 August 2016

7,700,335

Plus –

Per Participation in the THINK Dividend Re-Investment Plan arising from the June 2016 Half Year Interim Dividend at the DRP issue Price of A\$2.096 a share on 13 September 2016:

146,953

Balance, per Appendix 3Y, 15 September 2016

7,847,288

**(A.2) INDIRECT – Isamax Pty Ltd**

<b>Balance</b> , per Appendix 3Y, 17 August 2016	6,289,134
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**Plus –**

Per Participation in the THINK Dividend Re-Investment Plan arising from the June 2016 Half Year Interim Dividend at the DRP issue Price of A\$2.096 a share on 13 September 2016:	<u>120,021</u>
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<b>Balance</b> , per Appendix 3Y, 15 September 2016	<u>6,409,155</u>
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**Movements in Entitlements - (B) Non-Quoted Performance Rights – NO CHANGE**

**INDIRECT - Isamax Pty Ltd**

<b>Balance</b> , per Appendix 3Y, 17 August 2016	<u>100,000</u>
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<b>Balance</b> , per Appendix 3Y, 15 September 2016	<u>100,000</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>	GWILYM, Paul
<b>Date of last notice</b>	17 August 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"**

**15 September 2016**

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

	<b>PRESENT APPENDIX 3Y 15 09 16 ASX Code : TNK</b>	<b>PREVIOUS APPENDIX 3Y 17 08 16 ASX Code : TNK</b>	<b>CHANGES</b>
<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>	<b>714,523</b>	701,142	13,381
<b>3 TOTAL DIRECTOR'S INTEREST</b>	<b>714,523</b>	701,142	13,381
4 Think Childcare Limited – Number of Shares on Issue	<b>41,639,311</b>	41,163,087	476,224
<b>5 TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE</b>	<b>1.716%</b>	1.703%	0.013%
<b>(B) NON-QUOTED Performance Rights</b>			
1 DIRECT	nil	nil	nil
2 INDIRECT – Segue Corp Pty Ltd <ATF Segue Investment Trust>	<b>80,000</b>	80,000	nil
<b>3 TOTAL DIRECTOR'S INTEREST</b>	<b>80,000</b>	80,000	nil
4 Think Childcare Limited – Number of Rights on Issue	<b>355,261</b>	355,261	nil
<b>5 TOTAL DIRECTORS INTEREST IN RIGHTS AS PERCENTAGE</b>	<b>22.52%</b>	22.52%	nil



**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 714,523 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 – (A) QUOTED Ordinary Shares**

**INDIRECT – Segue Corp Pty Ltd**

<b>Balance, per Appendix 3Y, 17 August 2016</b>	701,142l
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**Plus -**

Per Participation in the THINK Dividend Re-Investment Plan arising from the June 2016 Half Year Interim Dividend at the DRP issue Price of A\$2.096 a share on 13 September 2016:	<u>13,381</u>
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<b>Balance, per Appendix 3Y, 15 September 2016</b>	<u>714,523</u>
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**Movements in Entitlements - (B) NON-QUOTED Performance Rights**

**INDIRECT – Segue Corp Pty Ltd - NO CHANGE**

<b>Balance, per Appendix 3Y, 17 August 2016</b>	<u>80,000</u>
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<b>Balance, per Appendix 3Y, 15 September 2016</b>	<u>80,000</u>
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# 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>	17 August 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"**

**15 September 2016**

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

	PRESENT APPENDIX 3X 15 09 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 50,954	nil 50,000	nil 954
2 INDIRECT – Bond Street Custodians Limited			
<b>3 TOTAL DIRECTOR'S INTEREST</b>	<b>50,954</b>	<b>50,000</b>	<b>954</b>
4 Think Childcare Limited – Number of Shares on Issue	<b>41,639,311</b>	41,163,087	476,224
<b>5 TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE</b>	<b>0.122%</b>	0.121%	0.001%
<b>(B) NON-QUOTED – PERFORMANCE RIGHTS</b>			
1 DIRECT	nil	nil	nil
2 INDIRECT – HFT Holding Company Pty Ltd <ATF Hanson Family Trust>	<b>30,000</b>	30,000	nil
<b>3 TOTAL DIRECTOR'S INTEREST</b>	<b>30,000</b>	<b>30,000</b>	<b>nil</b>
4 Think Childcare Limited – Number of Rights on Issue	<b>355,261</b>	355,261	nil
<b>5 TOTAL DIRECTORS INTEREST IN RIGHTS AS PERCENTAGE</b>	<b>8.44%</b>	8.44%	nil

**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 50,954 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 – (A) QUOTED Ordinary Shares**

**INDIRECT – Bond Street Custodians Limited**

<b>Balance</b> , per Appendix 3Y, 17 August 2016	50,000
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**Plus**

Per Participation in the THINK Dividend Re-Investment Plan arising from the June 2016 Half Year Interim Dividend at the DRP issue Price of A\$2.096 a share on 13 September 2016:	<u>954</u>
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<b>Balance</b> , per Appendix 3Y, 15 September 2016	<u>50,954</u>
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**Movements in Entitlements - (B) NON-QUOTED Performance Rights – NO CHANGE**

**INDIRECT – HFT Holding Company Pty Ltd**

<b>Balance</b> , per Appendix 3Y, 17 August 2016	<u>30,000</u>
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<b>Balance</b> , per Appendix 3Y, 15 September 2016	<u>30,000</u>
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