



24 December 2019

ASX Limited  
Market Announcement

Think Childcare Group (ASX Code: TNK)

Appendix 3Y - Change of Director's Interest Notice  
Form 604 - Notice of change of interests of substantial holder

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*Attached* for release to the market are the following:

- (a) an Appendix 3Y – Change of Director's Interest Notice on behalf of Mr M. Kerr advising the shareholding interests of Director, M. Kerr arising from the Implementation of the Scheme and Stapling Proposal. There has been no changes to the number of securities held by Mr M. Kerr that was disclosed in his Appendix 3Y dated 27 November 2019.
- (b) an Appendix 3Y – Change of Director's Interest Notice on behalf of Mr J. Dicks advising the shareholding interests of Director, J. Dicks arising from the Implementation of the Scheme and Stapling Proposal. There has been no changes to the number of securities held by Mr J. Dicks that was disclosed in his Appendix 3X dated 10 April 2018.
- (c) an Appendix 3Y – Change of Director's Interest Notice on behalf of Ms E. Collier advising the shareholding interests of Director, E. Collier arising from the Implementation of the Scheme and Stapling Proposal. There has been no changes to the number of securities held by Ms E. Collier that was disclosed in her Appendix 3X dated 10 April 2018.
- (d) an Appendix 3X – Initial Director's Interest Notice on behalf of Mr M. Doble, following the admission of Think Childcare Development Limited to the Official List of ASX Limited on 23 December 2019.

- (e) an Appendix 3Y – Change of Director’s Interest Notice on behalf of Mr M. Edwards advising the shareholding interests of Director, M. Edwards arising from the Implementation of the Scheme and Stapling Proposal. There has been no changes to the number of securities held by Mr M. Edwards that was disclosed in his Appendix 3Y dated 21 August 2019; and
- (f) a Form 604 – Notice of change of interests in substantial holder on behalf of Mr M. Edwards, arising from the Implementation of the Scheme and Stapling Proposal. The Form 604 covers the overall change in the Substantial Shareholding relevant interest in the shares of the Group, in percentage terms to date and takes into account the 388,126 securities allotted on the 31 July 2019 in relation to the issue of securities to settle Performance Rights and 20 September 2019 in relation to the Dividend Reinvestment Plan. Whilst Mr Edwards’ relevant interest in the number of stapled securities of the Group has increased by 47,952 stapled securities, his overall relevant interest in percentage terms has decreased by 0.0718% per cent due to the dilutive impact of the 388,126 new stapled securities issued by the Group.

**Mathew Edwards**

Managing Director and CEO, Think Childcare Limited  
Director, Think Childcare Development Limited

*End*

# 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 Group<sup>1</sup></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>	27 November 2019 (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> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	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> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Refer Annexure "A"
<b>No. of securities held after change</b>	Refer Annexure "A"
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Refer Annexure "A"

<sup>1</sup> A stapled entity comprising Think Childcare Limited ACN 600 793 388 and Think Childcare Development Limited ACN 635 128 166

**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 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +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"**

**24 December 2019**

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

PREVIOUS <u>TNK securities</u> APPENDIX 3Y 27 11 19 ASX Code : TNK	PRESENT <u>Stapled</u> <u>Securities</u> APPENDIX 3Y 24 12 19 ASX Code : TNK	CHANGES
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Director's interest in issued stapled securities of the Think Childcare Group held in the name of:

(A) **Quoted Ordinary Shares**

1	<b>DIRECT</b>	nil	nil	nil
2	<b>INDIRECT</b> - Mark Gregory and Linda Marie Kerr <ATF Lindmark Investment Staff Fund>	1,824,066	<b>1,824,066*</b>	nil
3	<b>INDIRECT</b> – Think Childcare Holding Co. Pty Ltd	nil	nil	nil
4	<b>INDIRECT</b> - Paradyce Pty Ltd	nil	nil	nil
5	<b>TOTAL DIRECTOR'S INTEREST</b>	1,824,066	<b>1,824,066*</b>	nil
6	Think Childcare Group – Number of Securities on Issue	60,862,889	<b>60,862,889*</b>	nil
7	<b>TOTAL DIRECTORS INTEREST IN SHARES AS A PERCENTAGE</b>	2.997%	<b>2.997%</b>	nil

*\* Think Childcare Group stapled securities*

**COMMENT:**

Mr Kerr has an interest in the above Think Childcare Group stapled securities for the following reasons:

- 1 **DIRECT** – Mr Kerr has no direct entitlement to the above noted stapled securities of the Think Childcare Group;
- 2 **INDIRECT** – Mr Kerr as a trustee of Lindmark Investments Staff Superannuation Fund has a relevant interest in the 1,824,066 stapled securities registered jointly in the names of himself and Mrs L M Kerr as Trustees of the Fund;

**MOVEMENTS IN ENTITLEMENTS –**

<b>Ordinary fully paid shares</b>
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**(i) INDIRECT** - Mark Gregory and Linda Marie Kerr <ATF Lindmark Investment Staff Fund>

**Balance**, per Appendix 3Y, 27 November 2019 in Think Childcare Limited Securities 1,824,066

**Balance**, per Appendix 3Y, 24 December 2019 in Think Childcare Group Stapled Securities **1,824,066**

# 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 Group<sup>1</sup></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>	DICKS, Joe Leonard
<b>Date of last notice</b>	10 April 2018 (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.

Refer Annexure "A"

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

<sup>1</sup> A stapled entity comprising Think Childcare Limited ACN 600 793 388 and Think Childcare Development Limited ACN 635 128 166

## 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 – +Closed period

<b>Were the interests in the securities or contracts detailed above traded during a +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**

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**ANNEXURE "A"**

**24 December 2019**

**Schedule of Director's Interest**  
**DIRECTOR: DICKS, Joe Leonard**

<u>PREVIOUS</u> TNK securities APPENDIX 3X 10 04 18 ASX Code : TNK	<u>PRESENT</u> <b>Stapled</b> <u>Securities</u> APPENDIX 3Y 24 12 19 ASX Code : TNK	CHANGES
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Director's interest in stapled securities of the Think Childcare Group held in the name of:

**Quoted Ordinary Shares**

1	DIRECT – Joe Leonard Dicks	nil	nil	nil
2	TOTAL DIRECTOR'S INTEREST	nil	nil	nil
3	Think Childcare Group – Number of Securities on Issue	48,454,326	60,862,889*	12,408,563
4	TOTAL DIRECTORS INTEREST IN SHARES AS A PERCENTAGE	0.000%	0.000%	nil

*\* Think Childcare Group stapled securities*

**COMMENT:**

Mr Dicks currently has no interest in the above Think Childcare Group stapled securities.

# 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 Group<sup>1</sup></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>	COLLIER, Evonne Maree
<b>Date of last notice</b>	10 April 2018 (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.

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"

<sup>1</sup> A stapled entity comprising Think Childcare Limited ACN 600 793 388 and Think Childcare Development Limited ACN 635 128 166

**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**

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**ANNEXURE "A"**

**24 December 2019**

**Schedule of Director's Interest**  
**DIRECTOR: COLLIER, Evonne Maree**

PREVIOUS <u>TNK securities</u> APPENDIX 3X 10 04 18 ASX Code : TNK	PRESENT <u>Stapled</u> <u>Securities</u> APPENDIX 3Y 24 12 19 ASX Code : TNK	<b>CHANGES</b>
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Director's interest in stapled securities of the Think Childcare Group held in the name of:

**Quoted Ordinary Shares**

1	DIRECT – Evonne Maree Collier	nil	nil	nil
2	<b>TOTAL DIRECTOR'S INTEREST</b>	nil	nil	nil
3	Think Childcare Group – Number of Securities on Issue	48,454,326	<b>60,862,889*</b>	<b>12,408,563</b>
4	<b>TOTAL DIRECTORS INTEREST IN SHARES AS A PERCENTAGE</b>	0.000%	<b>0.000%</b>	nil

*\* Think Childcare Group stapled securities*

**COMMENT:**

Ms Collier currently has no interest in the above Think Childcare Group stapled securities.

# Appendix 3X

## Initial 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 30/9/2001.

<b>Name of entity</b>	<b>Think Childcare Group<sup>1</sup></b>
<b>ABN</b>	<b>81 600 793 388</b>

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	<b>Michael Frederick Doble</b>
<b>Date of appointment</b>	14 October 2019

### Part 1 - Director's relevant interests in securities of which the director is the registered holder

*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>Number &amp; class of securities</b>
Nil.

<sup>1</sup> A stapled entity comprising Think Childcare Limited ACN 600 793 388 and Think Childcare Development Limited ACN 635 128 166

+ See chapter 19 for defined terms.

## Appendix 3X

### Initial Director's Interest Notice

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#### Part 2 – Director's relevant interests in securities of which the director is not the registered holder

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

<b>Name of holder &amp; nature of interest</b>	<b>Number &amp; class of Securities</b>
Note: Provide details of the circumstances giving rise to the relevant interest.	Nil.

#### Part 3 – 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>	Not applicable
<b>Nature of interest</b>	Not applicable
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>No. and class of securities to which interest relates</b>	Not applicable

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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 Group<sup>1</sup></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 Graeme
<b>Date of last notice</b>	21 August 2019 (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"

<sup>1</sup> A stapled entity comprising Think Childcare Limited ACN 600 793 388 and Think Childcare Development Limited ACN 635 128 166

**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 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +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"**

**24 December 2019**

**Schedule of Director's Interest**

**DIRECTOR: EDWARDS, Mathew Graeme**

	PREVIOUS TNK Securities APPENDIX 3Y 21 08 19 ASX Code: TNK	PRESENT Stapled Securities APPENDIX 3Y 24 12 19 ASX Code: TNK	CHANGES
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Director's interest in stapled securities of the Think Childcare Group held in the name of:

**(A) Ordinary Fully Paid Shares**

1	DIRECT – Mathew Graeme Edwards	7,538,405	<b>7,538,405*</b>	nil
2	INDIRECT - Isamax Pty Ltd <as trustee for the Edwards Family Trust>	6,646,806	<b>6,646,806*</b>	nil
3	INDIRECT – Seuss Tpywg Pty Ltd <as trustee for EDSUPER>	149,987	<b>149,987*</b>	nil
<b>4</b>	<b>TOTAL DIRECTOR'S INTEREST</b>	<b>14,335,198</b>	<b>14,335,198*</b>	<b>nil</b>
5	Think Childcare Group – Number of Securities on Issue	60,598,288	<b>60,862,889*</b>	<b>264,601</b>
<b>6</b>	<b>TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE</b>	<b>23.6561%</b>	<b>23.5533%</b>	<b>(0.1028%)</b>

**(B) Non-Quoted Performance Rights**

1	DIRECT	nil	nil	nil
2	INDIRECT – Isamax Pty Ltd <as trustee for the Edwards Family Trust>	14,621	<b>14,621*</b>	nil
<b>3</b>	<b>TOTAL DIRECTOR'S INTEREST</b>	<b>14,621</b>	<b>14,621*</b>	<b>nil</b>
4	Think Childcare Group – Number of Rights on Issue	46,367	<b>46,367*</b>	nil
<b>5</b>	<b>TOTAL DIRECTORS INTEREST IN RIGHTS AS A PERCENTAGE</b>	<b>31.53%</b>	<b>31.53%</b>	<b>nil</b>

*\* Think Childcare Group stapled securities/Performance Rights*

**COMMENT:**

Mr Edwards has an interest in the above Think Childcare Group stapled securities for the following reasons:

**1 DIRECT**

Mr Edwards is the legal and beneficial holder of the 7,538,405 stapled securities registered in his name in the Register of Members of the Think Childcare Group; 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 6,646,806 stapled securities registered in its name in the register of members of the Think Childcare Group together with a relevant interest in 14,621 Performance Rights as granted by shareholders at the relevant Annual General Meetings.

**3 INDIRECT**

Mr Edwards as director and shareholder of Seuss Tpywg Pty Ltd <ATF EDSUPER> and a member of the fund, has a relevant interest in the 149,987 stapled securities registered in its name in the register of members of the Think Childcare Group.

**Movements in Entitlements – (A) QUOTED Ordinary Shares**

**(A.1) DIRECT**

No Change

Balance, per Appendix 3Y, 21 August 2019 7,538,405

Balance, per Appendix 3Y, 24 December 2019 **7,538,405**

**(A.2) INDIRECT – Isamax Pty Ltd**

No Change

Balance, per Appendix 3Y, 21 August 2019 6,646,806

Balance, per Appendix 3Y, 24 December 2019 **6,646,806**

**(A.3) INDIRECT – Seuss Tpywg Pty Ltd**

No Change

Balance, per Appendix 3Y, 21 August 2019 149,987

Balance, per Appendix 3Y, 24 December 2019 **149,987**

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

No Change

INDIRECT - Isamax Pty Ltd

Balance, per Appendix 3Y, 21 August 2019 14,621

Balance, per Appendix 3Y, 24 December 2019 **14,621**

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme **THINK CHILDCARE GROUP (a stapled entity comprising:  
Think Childcare Limited ACN 600 793 388 ("TNK") and  
Think Childcare Development Limited ACN 635 178 166 ("TND"))**

ACN/ARSN **as above**

**1. Details of substantial holder (1)**

Name **Mathew Edwards, Isamax Pty Ltd A.C.N 156 123 241<ATF Edwards Family Trust>  
and Seuss Tpywg Pty Ltd A.C.N 608 961 637<as trustee for EDSUPER>**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **24/12/2019**

The previous notice was given to the company on **02/04/2019**

The previous notice was dated **02/04/2019**

**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)
<b>Stapled securities (each comprising 1 ordinary share in TNK stapled to 1 ordinary share in TND)</b>	<b>14,287,246</b>	<b>23.6251%</b>	<b>14,335,198</b>	<b>23.5533%</b>

**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
<b>REFER TO</b>	<b>ANNEXURE</b>	<b>"A"</b>			

**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
<b>REFER TO</b>	<b>ANNEXURE</b>	<b>"A"</b>			


### 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
	<b>REFER ANNEXURE "A"</b>

### 6. Addresses

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

Name	Address
	<b>REFER ANNEXURE "A"</b>

### Signature

print name	<b>Mathew Graeme Edwards</b>	capacity	<b>SELF &amp; as Sole Director ISAMAX Pty Ltd and a Director of Sues Tpywg Pty Ltd</b>
sign here		date	<b>24/12/2019</b>

### DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

## ANNEXURE "A"

24 December 2019

## Schedule of Substantial Shareholder's Interest

DIRECTOR: EDWARDS, Mathew Graeme

PRESENT Stapled Securities Form 604 24 12 19 ASX Code: TNK	PREVIOUS TNK Securities Form 604 02 04 19 ASX Code: TNK	CHANGES
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Director's interest in stapled securities of the Think Childcare Group held in the name of:

## (A) Ordinary Fully Paid Shares

1	DIRECT - M Edwards, 18 Fortescue Street Chiswick NSW 2046	7,538,405*	7,538,405	nil
2	INDIRECT - Isamax Pty Ltd <as trustee for the Edwards Family Trust>, 18 Fortescue Street Chiswick NSW 2046	6,646,806*	6,598,854	47,952
3	INDIRECT - Seuss Tpywg Pty Ltd <as trustee for EDSUPER> 18 Fortescue Street Chiswick NSW 2046	149,987*	149,987	nil
4	<b>TOTAL DIRECTOR'S INTEREST</b>	<b>14,335,198*</b>	14,287,246	<b>47,952</b>
5	Think Childcare Group – Number of Securities on Issue	60,862,889*	60,474,763	388,126
6	<b>TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE</b>	<b>23.5533%</b>	23.6251%	<b>(0.0718)%</b>

## (B) Non-Quoted Performance Rights

1	DIRECT	nil	nil	nil
2	INDIRECT – Isamax Pty Ltd <as trustee for the Edwards Family Trust>	14,621*	62,573	(47,952)
3	<b>TOTAL DIRECTOR'S INTEREST</b>	<b>14,621*</b>	62,573	<b>(47,952)</b>
4	Think Childcare Group – Number of Rights on Issue	46,367	75,906	(29,539)
5	<b>TOTAL DIRECTORS INTEREST IN RIGHTS AS A PERCENTAGE</b>	<b>31.53%</b>	82.43%	<b>(50.90)%</b>

\* Think Childcare Group stapled securities/Performance Rights

## COMMENT:

Mr Edwards has an interest in the above Think Childcare Group stapled securities for the following reasons:

## 1 DIRECT

Mr Edwards is the legal and beneficial holder of the 7,538,405 stapled securities registered in his name in the Register of Members of the Think Childcare Group; 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 6,646,806 stapled securities registered in its name in the register of members of the Think Childcare Group together with a relevant interest in 14,621 Performance Rights as granted by shareholders at the relevant Annual General Meetings.

## 3 INDIRECT

Mr Edwards as director and shareholder of Seuss Tpywg Pty Ltd <ATF EDSUPER> and a member of the fund, has a relevant interest in the 149,987 stapled securities registered in its name in the register of members of the Think Childcare Group.

## Movements in Entitlements – (A) QUOTED Ordinary Shares –

### (A.1) DIRECT

No change

Balance, per Form 604, 02 April 2019 7,538,405

Balance, per Form 604, 24 December 2019 7,538,405

### (A.2) INDIRECT – Isamax Pty Ltd

Balance, per Form 604, 02 April 2019 6,598,854

#### PLUS:

21.08.19: 47,952 Vested and converted Performance Rights based securities from Think Childcare Holding Co Pty Ltd 47,952

Balance, per Form 604, 24 December 2019 6,646,806

### (A.3) INDIRECT - Seuss Tpywg Pty Ltd

No change

Balance, per Form 604, 02 April 2019 149,987

Balance, per Form 604, 24 December 2019 149,987

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

### INDIRECT - Isamax Pty Ltd

Balance, per Form 604, 02 April 2019 62,573

#### LESS

21.08.19: 47,952 Performance Rights that have vested and have been settled by the Company and held within Think Childcare Holding Co Pty Ltd prior to transfer (47,952)

Balance, per Form 604, 24 December 2019 14,621