



21 August 2019

**ASX Limited  
Market Announcement**

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

**Appendix 3Y – Change of Director’s Interest Notice**

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**Attached** for release to the market is an Appendix 3Y – Change of Director’s Interest Notice on behalf of Mr M. Edwards advising changes in the shareholding interests of Director, M. Edwards, arising from the transfer of 47,952 ordinary shares held within Think Childcare Holding Co Pty Ltd, with respect to Performance Rights granted by shareholders for CY2016 (T3) and CY2017 (T2) that have satisfied conditions.

**Mathew Edwards**  
Managing Director and Chief Executive Officer

*End*



**Think Childcare Limited**

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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>	14 December 2018 (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 – +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"**

**21 August 2019**

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

		<b>PRESENT</b> <b>APPENDIX 3Y</b> <b>21 08 19</b> <b>ASX Code: TNK</b>	<b>PREVIOUS</b> <b>APPENDIX 3Y</b> <b>14 12 18</b> <b>ASX Code: TNK</b>	<b>CHANGES</b>
<b>Director's interest in Think Childcare Limited shares held in name of:</b>				
<b>(A) Ordinary Fully Paid Shares</b>				
1	<b>DIRECT</b>	<b>7,538,405</b>	7,538,405	nil
2	<b>INDIRECT - Isamax Pty Ltd &lt;as trustee for the Edwards Family Trust&gt;</b>	<b>6,646,806</b>	6,598,854	<b>47,952</b>
3	<b>INDIRECT – Seuss Tpywg Pty Ltd &lt;as trustee for EDSUPER&gt;</b>	<b>149,987</b>	149,987	nil
<b>4</b>	<b>TOTAL DIRECTOR'S INTEREST</b>	<b>14,335,198</b>	14,287,246	<b>47,952</b>
5	Think Childcare Limited – Number of Shares on Issue	<b>60,598,288</b>	48,467,659	<b>12,130,629</b>
<b>6</b>	<b>TOTAL DIRECTORS INTEREST IN SHARES AS PERCENTAGE</b>	<b>23.6561%</b>	29.4779%	<b>(5.8218%)</b>

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

1	<b>DIRECT</b>	nil	nil	nil
2	<b>INDIRECT – Isamax Pty Ltd &lt;as trustee for the Edwards Family Trust&gt;</b>	<b>14,621</b>	62,573	<b>(47,952)</b>
<b>3</b>	<b>TOTAL DIRECTOR'S INTEREST</b>	<b>14,621</b>	62,573	<b>(47,952)</b>
4	Think Childcare Limited – Number of Rights on Issue	<b>46,367</b>	75,906	<b>(29,539)</b>
<b>5</b>	<b>TOTAL DIRECTORS INTEREST IN RIGHTS AS A PERCENTAGE</b>	<b>31.53%</b>	82.43%	<b>(50.9%)</b>

**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 7,538,405 ordinary shares registered in his name in the Register of Members of Think Childcare Limited; 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 ordinary shares registered in its name in the register of members of Think Childcare Limited 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 ordinary shares registered in its name in the register of members of Think Childcare Limited.

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

**(A.1) DIRECT**

**No Change**

**Balance**, per Appendix 3Y, 14 December 2018 7,538,405

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

**(A.2) INDIRECT – Isamax Pty Ltd**

**Balance**, per Appendix 3Y, 31 December 2018 **6,598,854**

**PLUS**

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

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

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

**No Change**

**Balance**, per Appendix 3Y, 14 December 2018 149,987

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

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

**INDIRECT - Isamax Pty Ltd**

**Balance**, per Appendix 3Y, 14 December 2018 62,573

**LESS**

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 Appendix 3Y, 21 August 2019 **14,621**