



23 June 2020

ASX Limited  
Market Announcement

Think Childcare Group (ASX Code: TNK)  
Appendix 3Y - Change of Director's Interest Notice

---

*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 acquisition of stapled securities from M. Edwards; and
- (b) 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 disposal of stapled securities to M. Kerr.

*END*

For further information:

**Trinh Bui**  
Company Secretary  
T +61 2 9724 7444  
E [trinhb@thinkchildcare.com.au](mailto:trinhb@thinkchildcare.com.au)

# 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>	24 December 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>	

t\asx\3y\mgk 23 06 20

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

**ANNEXURE "A"**

**23 June 2020**

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

<b>PRESENT TNK securities APPENDIX 3Y 23 06 20 ASX Code : TNK</b>	<b>PREVIOUS TNK Securities APPENDIX 3Y 24 12 19 ASX Code : TNK</b>	<b>CHANGES</b>
-----------------------------------------------------------------------------------	------------------------------------------------------------------------------------	----------------

Director's interest in issued stapled securities of the Think Childcare Group held in the name of:

**(A) Quoted Stapled Securities**

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	1,824,066	nil
3	<b>INDIRECT</b> – Think Childcare Holding Co. Pty Ltd	nil	nil	nil
4	<b>INDIRECT</b> - Paradyce Pty Ltd	340,910	nil	340,910
5	<b>TOTAL DIRECTOR'S INTEREST</b>	<b>2,164,976</b>	1,824,066	<b>340,910</b>
6	Number of Securities on Issue	<b>61,058,636</b>	60,862,889	<b>195,747</b>
7	<b>TOTAL DIRECTORS INTEREST IN SECURITIES AS A PERCENTAGE</b>	<b>3.546%</b>	2.997%	<b>0.549%</b>

**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; and
- 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; and
- 3 **INDIRECT** – Mr Kerr as a Director and sole shareholder of Paradyce Pty Ltd has a relevant interest in the 340,910 stapled securities registered in its name, following the acquisition of 340,910 stapled securities from Mr M. Edwards as noted above.

**MOVEMENTS IN ENTITLEMENTS –**

<b>Fully paid stapled securities</b>
--------------------------------------

**(i) INDIRECT - Mark Gregory and Linda Marie Kerr <ATF Lindmark Investment Staff Fund>**

**Balance, per Appendix 3Y, 24 December 2019** 1,824,066

**Balance, per Appendix 3Y, 23 June 2020** 1,824,066

**(ii) INDIRECT - Paradyce Pty Ltd**

**Balance, per Appendix 3Y, 24 December 2019** nil

**PLUS**

On 19 June 2020 by off-market transfer, 340,910 Think Childcare Group stapled securities transferred from Mr M. Edwards at a value of \$300,000.80 (at \$0.88 per security):

340,910

**Balance, per Appendix 3Y, 23 June 2020** 340,910

# 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>	29 January 2020 (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> <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>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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>	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
<b>Interest after change</b>	N/A

## 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>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

t\asx\3y me 23 06 20

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

**ANNEXURE "A"**

**23 June 2020**

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

	<b>PRESENT</b> <b>APPENDIX 3Y</b> <b>23 06 20</b> <b>ASX Code: TNK</b>	<b>PREVIOUS</b> <b>APPENDIX 3Y</b> <b>29 01 20</b> <b>ASX Code: TNK</b>	<b>CHANGES</b>	
<b>Director's interest in stapled securities of the Think Childcare Group held in the name of:</b>				
<b>(A) Fully Paid Stapled Securities</b>				
1	<b>DIRECT – Mathew Graeme Edwards</b>	<b>7,142,309</b>	7,483,219	<b>(340,910)</b>
2	<b>INDIRECT - Isamax Pty Ltd &lt;as trustee for the Edwards Family Trust&gt;</b>	<b>6,646,806</b>	6,646,806	<b>nil</b>
3	<b>INDIRECT – Seuss Tpywg Pty Ltd &lt;as trustee for EDSUPER&gt;</b>	<b>175,543</b>	175,543	<b>nil</b>
4	<b>TOTAL DIRECTOR'S INTEREST</b>	<b>13,964,658</b>	14,305,568	<b>(340,910)</b>
5	Think Childcare Group – Number of Securities on Issue	<b>61,058,636</b>	60,862,889	<b>195,747</b>
6	<b>TOTAL DIRECTORS INTEREST IN SECURITIES AS PERCENTAGE</b>	<b>22.8709%</b>	23.5045%	<b>(0.6336)%</b>

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

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

**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 7,142,309 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 175,543 stapled securities registered in its name in the register of members of the Think Childcare Group.

**Movements in Entitlements – (A) QUOTED Stapled Securities**

**(A.1) DIRECT**

**Change**

**Balance, per Appendix 3Y, 29 January 2020** 7,483,219

**LESS**

On 19 June 2020 by off-market transfer, 340,910 Think Childcare Group stapled securities transferred to Mr M. Kerr at a value of \$300,000.80 (at \$0.88 per security) as noted above: (340,910)

**Balance, per Appendix 3Y, 23 June 2020** **7,142,309**

**(A.2) INDIRECT – Isamax Pty Ltd**

**No Change**

**Balance, per Appendix 3Y, 29 January 2020** 6,646,806

**Balance, per Appendix 3Y, 23 June 2020** **6,646,806**

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

**No Change**

**Balance, per Appendix 3Y, 29 January 2020** 175,543

**Balance, per Appendix 3Y, 23 June 2020** **175,543**

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

**No Change**

**INDIRECT - Isamax Pty Ltd**

**Balance, per Appendix 3Y, 29 January 2020** 14,621

**Balance, per Appendix 3Y, 23 June 2020** **14,621**