

20 February 2014

Company Announcements  
Australian Securities Exchange  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir / Madam

**Appendix 3C**

Following is an Appendix 3C in relation to an on-market buy-back to be undertaken by ThinkSmart.

The timing and number of shares purchased by ThinkSmart under the buy-back will depend on market conditions and volumes and other considerations. The buy-back will commence no earlier than 14 days after the date of this announcement and end no later than 12 months after that date.

Yours faithfully



Neil Barker  
Company Secretary  
ThinkSmart Limited

**ThinkSmart Limited**  
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# Appendix 3C

## Announcement of buy-back (*except* minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
THINKSMART LIMITED	24 092 319 698

We (the entity) give ASX the following information.

### Information about buy-back

1	Type of buy-back	On-market (within 10/12 limit)
2	<sup>+</sup> Class of shares/units which is the subject of the buy-back ( <i>eg, ordinary/preference</i> )	Ordinary shares
3	Voting rights ( <i>eg, one for one</i> )	One for one
4	Fully paid/partly paid ( <i>and if partly paid, details of how much has been paid and how much is outstanding</i> )	Fully paid
5	Number of shares/units in the <sup>+</sup> class on issue	162,307,097
6	Whether shareholder/unitholder approval is required for buy-back	Not required (within 10/12 limit)
7	Reason for buy-back	Capital management

<sup>+</sup> See chapter 19 for defined terms.

## Appendix 3C Announcement of buy-back

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8 Any other information material to a shareholder's/unitholder's decision whether to accept the offer (*eg, details of any proposed takeover bid*) Nil

### On-market buy-back

9 Name of broker who will act on the company's behalf Lonsec Limited

10 Deleted 30/9/2001.

11 If the company/trust intends to buy back a maximum number of shares - that number  
Up to 15,926,376 (being approximately 9.81% of the entity's current issued capital)  
Note: This requires a figure to be included, not a percentage.

12 If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention  
The buy-back will commence no earlier than 14 days after the release of this notice, and will end no later than 12 months after that date

13 If the company/trust intends to buy back shares/units if conditions are met - those conditions  
N/A

### Employee share scheme buy-back

14 Number of shares proposed to be bought back  
N/A

15 Price to be offered for shares  
N/A

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<sup>+</sup> See chapter 19 for defined terms.

**Selective buy-back**

- 16 Name of person or description of class of person whose shares are proposed to be bought back N/A
- 17 Number of shares proposed to be bought back N/A
- 18 Price to be offered for shares N/A

**Equal access scheme**

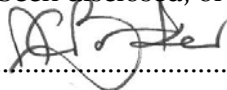
- 19 Percentage of shares proposed to be bought back N/A
- 20 Total number of shares proposed to be bought back if all offers are accepted N/A
- 21 Price to be offered for shares N/A
- 22 <sup>+</sup>Record date for participation in offer N/A  
Cross reference: Appendix 7A, clause 9.

**Compliance statement**

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

*or, for trusts only:*

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:  ..... Date: 20 February 2014  
Company secretary

Print name: Neil Barker

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<sup>+</sup> See chapter 19 for defined terms.