

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	Employee share scheme buy-back (within 10/12 limit)
2	⁺ 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 ⁺ class on issue	161,734,116
6	Whether shareholder/unitholder approval is required for buy-back	Not required (within 10/12 limit)
7	Reason for buy-back	Pursuant to the terms of the long term incentive plan (lapse of shares as a result of termination of employment or unvested shares)

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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 N/A

10 Deleted 30/9/2001. N/A

11 If the company/trust intends to buy back a maximum number of shares - that number
Note: This requires a figure to be included, not a percentage. N/A

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 N/A

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 2,999,259

15 Price to be offered for shares 21.38 cents per share

⁺ 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 ⁺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: 28 April 2014
Company secretary

Print name: Neil Barker

⁺ See chapter 19 for defined terms.