

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 (the Company)	24 092 319 698

We (the entity) give ASX the following information.

Information about buy-back

1	Type of buy-back	Selective buy-back on equal access buy-back conditions (as modified by ASIC)
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	95,477,922
6	Whether shareholder/unitholder approval is required for buy-back	Shareholder approval is required and will be sought at the Company's Extraordinary General Meeting convened for 29 September 2016
7	Reason for buy-back	Capital management and to provide an exit mechanism for shareholders prior to the Company's proposed migration to AIM

⁺ See chapter 19 for defined terms.

Appendix 3C Announcement of buy-back

- 8 Any other information material to a shareholder's/unitholder's decision whether to accept the offer (eg, details of any proposed takeover bid)
- Shareholders should refer to the Notice of Meeting (including the Explanatory Statement) accompanying this Appendix 3C

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
- N/A
- 15 Price to be offered for shares
- N/A

[†] 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 Up to approximately 10.5% of the ordinary shares on issue
- 20 Total number of shares proposed to be bought back if all offers are accepted Up to 10,000,000 ordinary shares
- 21 Price to be offered for shares The price will be determined by a tender process (see accompanying Notice of Meeting)
- 22 ⁺Record date for participation in offer 6 September 2016
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: 30 August 2016
Company secretary

Print name: Neil Hackett

⁺ See chapter 19 for defined terms.