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.

<table>
<thead>
<tr>
<th>Name of entity</th>
<th>ABN/ARSN</th>
</tr>
</thead>
<tbody>
<tr>
<td>ThinkSmart Limited (the Company)</td>
<td>24 092 319 698</td>
</tr>
</tbody>
</table>

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 (eg, ordinary/preference)
   Ordinary shares

3. Voting rights (eg, one for one)
   One for one

4. Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)
   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.
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### Appendix 3C
#### Announcement of buy-back

8 Any other information material to a shareholder/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


N/A

11 If the company/trust intends to buy back a maximum number of shares - that number

N/A

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

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**

<table>
<thead>
<tr>
<th></th>
<th>Name of person or description of class of person whose shares are proposed to be bought back</th>
</tr>
</thead>
<tbody>
<tr>
<td>16</td>
<td>N/A</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Number of shares proposed to be bought back</th>
</tr>
</thead>
<tbody>
<tr>
<td>17</td>
<td>N/A</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Price to be offered for shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>18</td>
<td>N/A</td>
</tr>
</tbody>
</table>

**Equal access scheme**

<table>
<thead>
<tr>
<th></th>
<th>Percentage of shares proposed to be bought back</th>
</tr>
</thead>
<tbody>
<tr>
<td>19</td>
<td>Up to approximately 10.5% of the ordinary shares on issue</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Total number of shares proposed to be bought back if all offers are accepted</th>
</tr>
</thead>
<tbody>
<tr>
<td>20</td>
<td>Up to 10,000,000 ordinary shares</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Price to be offered for shares</th>
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</thead>
<tbody>
<tr>
<td>21</td>
<td>The price will be determined by a tender process (see accompanying Notice of Meeting)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Record date for participation in offer</th>
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</thead>
<tbody>
<tr>
<td>22</td>
<td>6 September 2016</td>
</tr>
</tbody>
</table>

**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: Neil Hackett

Date: 30 August 2016

Company secretary

Print name: Neil Hackett

† See chapter 19 for defined terms.