

# 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> | Smartgroup Corporation Ltd |
| <b>ABN</b>            | 48 126 266 831             |

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>    | Timothy Looi  |
| <b>Date of last notice</b> | 20 March 2020 |

### 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>                                                                                                                   | Direct and indirect interests                                                                                                                                                                                                   |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | Direct interest in shares registered in the name of Timothy Looi.<br><br>Direct interest as trustee of, and indirect interest as beneficiary of, the Archie Family Trust. Shares are registered in the name of Mr Timothy Looi. |
| <b>Date of change</b>                                                                                                                                | 12 June 2020                                                                                                                                                                                                                    |
| <b>No. of securities held prior to change</b>                                                                                                        | 453,208 shares held by Timothy Looi<br><br>55,000 shares held by Timothy Looi as trustee of the Archie Family Trust<br><br>(being a total of 508,208 shares)                                                                    |
| <b>Class</b>                                                                                                                                         | Ordinary                                                                                                                                                                                                                        |
| <b>Number acquired</b>                                                                                                                               | 670,392                                                                                                                                                                                                                         |
| <b>Number disposed</b>                                                                                                                               | Nil                                                                                                                                                                                                                             |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                            | Shares were issued at an issue price of \$6.20 per share                                                                                                                                                                        |

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

|                                                                                                                                                                                            |                                                                                                                                                                                 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>No. of securities held after change</b>                                                                                                                                                 | 1,123,600 shares held by Timothy Looi<br><br>55,000 shares held by Timothy Looi as trustee of the Archie Family Trust<br><br>(being a total of 1,178,600 shares)                |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | Shares were issued to Mr Looi under the Smartgroup Loan Funded Share Plan. The issue was approved by shareholders at the Company's annual general meeting held on 10 June 2020. |

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

+ See chapter 19 for defined terms.