



**WASHINGTON H SOUL PATTINSON
AND COMPANY LIMITED**

ABN: 49 000 002 728

Level 1, 160 Pitt Street Mall Sydney NSW 2000 Australia

GPO Box 479, Sydney NSW 2001 T: (02) 9232 7166 F: (02) 9235 1747

By Facsimile

9 May 2018

The Company Secretary
Pacific Smiles Limited
Level 1, 6 Molly Morgan Drive,
Green Hills NSW 2323

Facsimile: (02) 4930 2099

Dear Mr. Licciardo

Notice of change of interests of Substantial Holder

We enclose Corporations Act 2001 Form 604, Notice of change of interests of substantial holder, lodged today with the Australian Securities Exchange.

Yours faithfully

I.D. Bloodworth
Company Secretary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Pacific Smiles Limited (ASX: PSQ)

ACN/ARSN ACN 103 087 449

1. Details of substantial holder(1)

Name Washington H. Soul Pattinson and Company Limited (WHSP)

ACN/ARSN (if applicable) ACN 000 002 728

There was a change in the interests of the substantial holder on 07/05/2018

The previous notice was given to the company on 19/12/2017

The previous notice was dated 19/12/2017

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares	12,232,593	8.05%	9,732,593	6.40%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
07/05/2018	WHSP (relevant interest due to holding voting power of more than 20% in Pengana Capital Group Limited (PCG))	Sale	\$4,240,650	Ordinary Shares -2,500,000	-2,500,000

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
WHSP	BNP Paribas Nominees Pty Limited		Relevant interest due to WHSP holding voting power of more than 20% in PCG	Ordinary Shares 9,732,593	9,732,593

