

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Smiles Inclusive Limited

ACN/ARSN 621 105 824

1. Details of substantial holder (1)

Name Phi Long Investment Pty Ltd

ACN/ARSN (if applicable) 159 117 932

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary shares (ORD)	11,315,789	11,315,789	7.8277%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Phi Long Investment Pty Ltd (159 117 932)	Relevant interest under section 608(1) of the <i>Corporations Act 2001</i> (Cth) (Act) as the registered and beneficial holder of the Securities	11,315,789 ORD
Thu Van Trinh Nguyen NGUYENTHU. VAN TRINH	Relevant interest under section 608(3) of the Act as director and sole holder of all ordinary shares of Phi Long Investment Pty Ltd	11,315,789 ORD

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Phi Long Investment Pty Ltd (159 117 932)	Phi Long Investment Pty Ltd (159 117 932)	Phi Long Investment Pty Ltd (159 117 932)	11,315,789 ORD
Thu Van Trinh Nguyen NGUYEN THU VAN TRINH	Phi Long Investment Pty Ltd (159 117 932)	Phi Long Investment Pty Ltd (159 117 932)	11,315,789 ORD

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Phi Long Investment Pty Ltd (159 117 932)	10/03/2020	\$430,000		11,315,789 ORD

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Thu Van Trinh Nguyen NGUYEN THU VAN TRINH	This person is an associate of Phi Long Investment Pty Ltd (159 117 932) pursuant to section 12(2)(a)(i) of the Act because he is a director and sole holder of all of the ordinary shares in Phi Long Investment Pty Ltd.

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Phi Long Investment Pty Ltd (159 117 932)	Unit 12, 76 – 80 John Street, Cabramatta NSW 2166
Thu Van Trinh Nguyen	48 Elizabeth Jolley Crescent, Franklin ACT 2913
NGUYEN THU VAN TRINH	

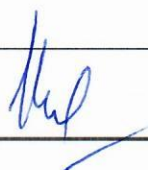
Signature

NGUYEN THU VAN TRINH

print name Thu Van Trinh Nguyen

capacity Sole Director/Company Secretary

sign here



Date 29 May 2020