

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme **SMARTGROUP CORPORATION LTD**

ACN/ARSN **126 266 831**

**1. Details of substantial holder**

Name Comet Asia Holdings II Pte. Ltd., Comet Asia Holdings I Pte. Ltd., KKR Asia III Fund Investments Pte. Ltd. and KKR Asian Fund III L.P. (each an **KKR Entity** and collectively the **KKR Entities**)

ACN/ARSN (if applicable) N/A

The holder became a substantial holder on 14/12/2021

**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 had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Person's votes	Voting power
Fully paid ordinary shares	6,693,405	6,693,405	5.01%

**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	Class and number of securities
Each KKR Entity	Pursuant to section 608(3) of the Corporations Act.	6,693,405 fully paid ordinary shares

**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	Class and number of securities
Each KKR Entity	See Form 603 lodged by Superannuation and Investments HoldCo Pty Ltd dated 16/12/2021.		

**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		Class and number of securities
		Cash	Non-cash	
Each KKR Entity	See Form 603 lodged by Superannuation and Investments HoldCo Pty Ltd dated 16/12/2021.			

**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
N/A	N/A


**7. Addresses**

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

Name	Address
Comet Asia Holdings II Pte. Ltd.	10 Changi Business Park Central 2, #05-01 Hansapoint@CBP, 486030, Singapore
Comet Asia Holdings I Pte. Ltd.	10 Changi Business Park Central 2, #05-01 Hansapoint@CBP, 486030, Singapore
KKR Asia III Fund Investments Pte. Ltd.	10 Changi Business Park Central 2, #05-01 Hansapoint@CBP, 486030, Singapore
KKR Asian Fund III L.P.	9 West 57 <sup>th</sup> Street, Suite 4200, New York, NY 10019

**Signature**

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print name	Tan Yong Yi	capacity	Authorised Signatory
sign here		date	16/12/2021

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