Smart Auto Australia Limited

27 June 2024

Dear Shareholder

SMART AUTO AUSTRALIA LIMITED – UPCOMING ANNUAL GENERAL MEETING OF SHAREHOLDERS

Smart Auto Australia Limited is convening an Annual General Meeting of Shareholders to be held on **Friday, 26 July 2024 at 1:00pm (AEST)**, Level 21, 141 Walker Street, North Sydney NSW 2060 (**Meeting**).

In accordance with the Corporations Act, the Company is not sending hard copies of the Notice of Meeting to Shareholders. The Notice of Meeting can be viewed and downloaded from this website link: https://www.nsx.com.au/marketdata/company-directory/announcements/SAL/

You may vote by attending the Meeting in person, by proxy, or by appointing an authorised representative.

Voting by Proxy

Appointment of Proxy: Shareholders who are entitled to attend and vote at the Meeting, may appoint a proxy to act generally at the Meeting and to vote on their behalf. The proxy does not need to be a Shareholder.

A Shareholder that is entitled to cast two or more votes may appoint two proxies and should specify the proportion of votes each proxy is entitled to exercise. If a Shareholder appoints two proxies, each proxy may exercise half of the Shareholder's votes if no proportion or number of votes is specified.

Voting by proxy: A Shareholder can direct its proxy to vote for, against or abstain from voting on each Resolution by making the appropriate box in the voting directions to your proxy section of the Proxy Form. If a proxy holder votes, they must cast all votes as directed. Any directed proxies that are not voted will automatically default to the Chairman, who must vote the proxies as directed in the Proxy Form.

Proxy Forms must be received by 1:00pm (AEST) on 24 July 2024.

Details on how to lodge your Proxy Form can be found on the enclosed Proxy Form. If you have any questions about your Proxy Form, please send an email to meetings@automicgroup.com.au

The Company will advise via an NSX announcement as to any changes to the upcoming Annual General Meeting to Shareholders.

The Notice is important and should be read in its entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser, lawyer, accountant or other professional adviser.

Yours faithfully,

Gregory Starr

Director and Company Secretary

Smart Auto Australia Limited

SMART AUTO AUSTRALIA LIMITED ACN 644 257 465 NOTICE OF 2024 ANNUAL GENERAL MEETING

Notice is given that the 2024 Annual General Meeting of the members of Smart Auto Australia Limited (**SAL** or **Company**) has been called for 1:00pm (AEST) on Friday, 26 July 2024 (**Meeting**). The Meeting is to be held at Level 12, 141 Walker Street, North Sydney NSW 2060.

The Board has made the decision that it will hold a physical Meeting. If any changes are required, the Company will advise Shareholders by way of an announcement on the NSX website at www.nsx.com.au. The Company strongly encourages all shareholders to check the Company's announcements at www.nsx.com.au regularly prior to the Meeting. Please see pages 4-5 for details outlining the process which Shareholders should follow to participate in the Annual General Meeting.

In accordance with the *Corporations Act 2001* (Cth), the Company will not be mailing physical copies of this Notice of Meeting to Shareholders, and instead this Notice of Meeting will be sent electronically to Shareholders where the Company has a record of their email address, or will otherwise be made available to Shareholders where the Company does not have a record of their email address through a URL set out in a letter sent to them by mail. Please see pages 4-5 for further details regarding the despatch of this Notice of Meeting to Shareholders. The Notice of Meeting can be viewed and downloaded from this website link: www.nsx.com.au.

If you are unable to attend the Meeting, you may appoint a proxy to vote for you at the Meeting by completing the enclosed Proxy Form. Alternatively, you are invited to vote online at: https://investor.automic.com.au/#/loginsah

The Company is committed to minimising paper usage and encourage all Shareholders to make the switch to paperless communication and provide us with your email address. To make the change, go to https://automicgroup.com.au/ and follow the prompts. Shareholder documents are always available to access on the Company's website and the NSX platform.

The Explanatory Memorandum to this Notice of Meeting provides additional information on matters to be considered at the 2024 Annual General Meeting. The Explanatory Memorandum forms part of this Notice of Meeting.

Certain terms and abbreviations use in this Notice of Meeting and Explanatory Memorandum are defined in the Glossary of the Explanatory Memorandum.

ORDINARY BUSINESS

FINANCIAL REPORT

To receive and consider the Annual Financial Statements, the Directors' Report and Audit Report of the Company and its Controlled Entities for the financial period ended 31 March 2024.

To consider, and if thought fit, to pass with or without modification, the following resolutions.

1. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass the following **non-binding resolution**:

- 1.1 'That the Remuneration Report contained in the Annual Report for the financial year ended 31 March 2024 be adopted.'
- 1.2 Note: the vote on this Resolution 1 is advisory only and does not bind the Directors or the Company. Shareholders are encouraged to read the Explanatory Memorandum for further details on the consequences of voting on this Resolution 1.

Voting Exclusion Statement

Pursuant to section 250R of the Corporations Act, a vote must not be cast, and the Company will disregard any votes cast (in any capacity) on Resolution 1, by or on behalf of:

- (a) A member of the Key Management Personnel (KMP), details of whose remuneration are included in the Remuneration Report for the year ended 31 March 2024; or
- (b) a Closely Related Party of a KMP.

However, a person described above may cast a vote on Resolution 1 if it is not cast on behalf of a person described above and either:

- (a) the proxy is appointed by writing that specifies how the proxy is to vote on the resolution proposed in Resolution 1; or
- (b) the chairman of the meeting is appointed as proxy and the appointment of the chairman does not specify the way in which the chairman is to vote and expressly authorises the chairman to exercise the proxy even though the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Please note, in accordance with sections 250R(4) and 250R(5) of the Corporations Act, the chairman will not vote any undirected proxies in relation to Resolution 1 unless the shareholder expressly authorises the chairman to vote in accordance with the chairman's stated voting intentions. Please note that if the chairman of the meeting is your proxy (or becomes your proxy by default), by completing the attached proxy form, you will expressly authorise the chair to exercise your proxy on Resolution 1 even though it is connected directly or indirectly with the remuneration of a member of Key Management Personnel for the Company, which includes the chairman.

If you appoint the chairman as your proxy, you can direct the chairman to vote for or against or abstain from voting on Resolution 1 by marking the appropriate box on the proxy form.

2. RESOLUTION 2 – ELECTION OF DIRECTOR – MR. MARK NG

To consider, if thought fit, pass with or without amendment, the following resolution as an **ordinary resolution**:

'That, for the purpose of clause 14.2 of the Constitution of the Company and for all other purposes, Mr. Mark Ng who retires, and being eligible, is elected as a Director.'

3. RESOLUTION 3 – CHANGE OF COMPANY NAME

To consider, if thought fit, pass with or without amendment, the following resolution as a **special resolution**:

'That, for the purposes of section 157(1) of the Corporations Act and for all other purposes, the name of the Company be changed from "Smart Auto Australia Limited" to "Red Ridge Group Limited", effective from the date ASIC alters the details of the Company's registration.'

4. RESOLUTION 4 – ADOPTION OF AMENDED CONSTITUTION

To consider, if thought fit, pass with or without amendment, the following resolution as a **special resolution**:

'Subject to and conditional on the passing of Resolution 3, that, for the purposes of section 136(2) of the Corporations Act and for all other purposes, the constitution of the Company is amended in the manner set out in the Explanatory Memorandum."

EXPLANATORY MEMORANDUM

An Explanatory Memorandum in respect of the Resolutions set out above is **enclosed** with this Notice of Meeting. Expressions defined in the Explanatory Memorandum have the same meaning when used in this Notice of Meeting.

By Order of the Board

Glegory Starr

Director and Company Secretary

27 June 2024

DISPATCH OF NOTICE OF MEETING

In accordance with the Corporations Act, the Company will not be mailing physical copies of this Notice of Meeting to Shareholders. This Notice of Meeting will be despatched to Shareholders in the following manner:

- If the Share Registry has a record of a Shareholders email address, the Company will send an email to that Shareholder which will contain this Notice of Meeting; or
- If the Share Registry does not have a record of a Shareholders email address, the Company will mail a letter to that Shareholder's registered address, containing a URL website address by which that Shareholder can access and download a copy of this Notice of Meeting electronically.

VOTING ENTITLEMENTS

In accordance with section 1074E(2)(g) of the Corporations Act and regulation 7.11.37 of the Corporations Regulations 2001 (Cth), persons holding shares at 7:00pm (Sydney time) on Wednesday, 24 July 2024 will be treated as Shareholders. This means that if you are not the registered holder of a relevant Share at that time you will not be entitled to attend and vote in respect of that Share at the meeting.

PROXIES

A Shareholder who is entitled to attend and vote at the General Meeting may appoint up to two proxies to attend and vote on behalf of that Shareholder. A Proxy Form is included with this Notice. If you require an additional Proxy Form, please contact Automic.

If a Shareholder appoints two proxies, the appointment of the proxies may specify the proportion or the number of that Shareholder's votes that each proxy may exercise. If the appointment does not specify, each proxy may exercise half of the votes. Fractions of votes will be disregarded. The Proxy Form must be signed by the Shareholder or their duly appointed attorney, or in the case of a body corporate, executed in accordance with the corporation's constitution, or signed by a duly authorised officer or attorney. A proxy need not be a Shareholder of the Company.

To be effective, the Company must receive the completed Proxy Form signed by the Shareholder and, if the form is signed by the Shareholder's attorney or authorised officer of a corporation, the authority under which the Proxy Form is signed (or a certified copy of the authority) by no later than 1:00pm (Sydney time) on Wednesday 24 July 2024 by post or fax to the Company's share registrar, Automic, as listed below.

BY MAIL:	BY FAX:
Automic	Automic
GPO Box 5193	+61 2 8583 3040
Sydney NSW 2001	

BODY CORPORATE REPRESENTATIVES

- A corporation, by resolution of its directors, may authorise a person to act as its representative to vote at the meeting.
- A representative appointed by a corporation may be entitled to execute the same powers on behalf of the corporation as the corporation could exercise if it were an individual shareholder of the Company.
- To evidence the authorisation, either a certificate of body corporate representative executed by the corporation or under the hand of its attorney or an equivalent document evidencing the appointment will be required.
- The certificate or equivalent document must be produced prior to the meeting.

VOTING BY PROXIES

Where more than one proxy is appointed, neither proxy is entitled to vote on a show of hands. A proxy may decide whether to vote on any motion, except where the proxy is required by law or the constitution to vote, or abstain from voting, in their capacity as proxy. If a proxy is directed how to vote on an item of business, the proxy may vote on that item only in accordance with the direction. If a proxy is not directed how to vote on an item of business, the proxy may vote as he or she thinks fit. If a proxy abstains from voting and the directions on the proxy require that person to vote, the votes not exercised by the proxy will be given to the Chairman to vote in accordance with the directions on the Proxy Form.

Subject to the statement below, if a Shareholder appoints the Chairman of the General Meeting as the Shareholder's proxy and does not specify how the Chairman is to vote on an item of business, the Chairman will vote, as proxy for that Shareholder, in favour of that item on a poll.

Please read the directions on the Proxy Form carefully, especially if you intend to appoint the Chairman of the General Meeting as your proxy.

UNDIRECTED PROXIES

The Chairman will vote undirected proxies in favour of all resolutions on the agenda for the General Meeting. The Company recommends that Shareholders who submit proxies should consider giving 'how to vote' directions to their proxyholder on each Resolution.

If you complete a proxy form that authorises the Chairman to vote on your behalf as proxyholder, and you do not mark any of the boxes so as to give him directions about how your vote should be cast, you will be expressly authorising the chair to exercise your proxy in accordance the Chairman's stated voting intention on all resolutions even if the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

If you wish to appoint the Chairman as your proxyholder but you do not want to put him in the position to cast your votes in accordance with Chairman's stated voting intention, you can direct the Chairman by completing the appropriate box on the Proxy Form, to vote for, against or abstain from voting on the Resolutions.

SHAREHOLDER COMMUNICATIONS

Shareholders may elect to receive certain documents including annual reports and notice of meetings (proxy/voting forms) as follows:

- i. You can make a standing election to receive the documents in physical or electronic form;
- ii. You can make a one-off request to receive a document in physical or electronic form; or
- iii. You can tell us if you do not want to receive a hard-copy of the Annual Report.

The Company is committed to minimising paper usage and encourage all Shareholders to make the switch to paperless communications and provide us with your email address. To make the change, go to https://automicgroup.com.au/ and follow the prompts. Shareholder documents are always available to access on our website and the NSX Platform.

SMART AUTO AUSTRALIA LIMITED ACN 644 257 465 EXPLANATORY MEMORANDUM

1. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

1.1 General

Section 250R(2) of the Corporations Act requires the Company to put to its Shareholders a resolution that the Remuneration Report as disclosed in the Company's Annual Report be adopted. The Remuneration Report is set out in the Company's Statutory Annual Report and is also available on the Company and NSX website.

The vote on Resolution 1 is advisory only and does not bind the Directors or the Company. However, the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company.

However, if at least 25% of the votes cast are against adoption of the Remuneration Report at two consecutive annual general meetings (with a 25% or more vote "against" commonly referred to as a "first strike" or "second strike"), the Company will be required to put a resolution to the Annual General Meeting (Spill Resolution), to approve calling a general meeting (Spill Meeting). If more than 50% of Shareholders vote in favour of the Spill Resolution, the Company must then convene a Spill Meeting within 90 days of the second Annual General Meeting. All of the Directors who were in office when the applicable Directors' Report was approved, other than the Managing Director, will need to stand for re-election at the Spill Meeting if they wish to continue as Directors.

At the Company's 2023 annual general meeting a "first strike" was **not** recorded against the Company's Remuneration Report. Accordingly, if at least 25% of the votes cast on Resolution 1 are against adoption of the Remuneration Report it will not result in the Company putting a Spill Resolution to Shareholders.

The Remuneration Report explains the Board policies in relation to the nature and level of remuneration paid to Directors, sets out remuneration details for each Director and any service agreements and sets out the details of any equity-based compensation.

The Chair will give Shareholders a reasonable opportunity to ask questions about, or make comments on, the Remuneration Report.

1.2 Voting

Note that a voting exclusion applies to Resolution 1 in the terms set out in the Notice of Meeting. In particular, the Directors and other Restricted Voters may not vote on this Resolution and may not cast a vote as proxy, unless the appointment gives a direction on how to vote or the proxy is given to the Chair and expressly authorises the Chair to exercise your proxy, even if the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel. The Chair intends to use any such proxies to vote in favour of the Resolution.

Shareholders are urged to carefully read the Proxy Form and provide a direction to the proxy on how to vote on this Resolution.

1.3 Board Recommendation

The Board recommends that you vote in favour of this Resolution.

2. RESOLUTION 2 – ELECTION OF DIRECTOR – MR. MARK NG

2.1 General

Clause 14.2 of the Constitution requires that a third (or the number of Directors nearest to one third) of the Directors must retire at each annual general meeting. The Directors to retire at an annual general meeting are those who have been longest in office since their last election. In determining the number of Directors to retire, a Director appointed by the Board, or a Managing Director, is not taken into account. A Director who retires by rotation under the Constitution is eligible for re-election.

Mr. Mark Ng was appointed as a Director on 28 October 2020. Therefore, pursuant to the Constitution, Mr. Ng retires by rotation at this Meeting, and being eligible, seeks election at this Annual General Meeting.

2.2 Qualifications

Mr. Mark Ng is a member of CPA (Aust.) and Hong Kong Institute of Certified Public Accountants. He is currently an executive director of Credit Intelligence Limited (ASX: CI1) and Sanvo Fine Chemicals Group Limited, a company listed on the main board of the Hong Kong Stock Exchange (HKex: 301).

Mr. Ng has over 20 years of experience in corporate governance, financial reporting, auditing, investor relationships, fundraising, internal control and risk assessment, M&A, tax, and listing rules compliance. He has been involved in a number of initial public offerings and mergers and acquisitions activities on major stock exchanges.

Mr. Ng was trained at international CPA firms BDO and Grant Thornton and has held various managerial positions in listed companies, including executive director, independent non-executive director, company secretary, CFO, and corporate adviser.

2.3 Effect of Resolution

If Resolution 2 is passed, Mr. Ng will be re-appointed as a Director for an additional term.

In the event that Resolution 2 is not passed, Mr. Ng will cease being a Director from the conclusion of the Meeting.

2.4 Board Recommendation

The Board (with Mr. Mark Ng abstaining) recommends that you vote in favour of this Resolution.

3. RESOLUTION 3 – CHANGE OF COMPANY NAME

3.1 Background

The Company proposes to change its name from "Smart Auto Australia Limited" to "Red Ridge Group Limited" which more accurately reflects the proposed future operations of the Company. The change of name will take effect from when ASIC alters the details of the Company's registration.

The Company also proposes to change its NSX ticker code from 'SAL' to 'RRG' to reflect this change, subject to confirmation by NSX.

This change in name will not in itself, affect the legal status of the Company or any of its assets or liabilities.

The proposed name has been reserved with ASIC by the Company and if this Resolution is passed the Company will lodge a copy of the Special Resolution with ASIC following the Meeting in order to effect the change.

3.2 Rationale of Change of Company Name

Since completion of the entitlement offer announced to the NSX via a Prospectus lodged on 30 April 2024 (Entitlement Offer), the Company has been engaging in discussions with Mr. Vikram Rana (the underwriter of the Entitlement Offer and as a result, now a major shareholder of the Company) to explore a new business opportunity for the Company. The name "Red Ridge" is associated with Mr. Rana's business overseas, and both parties sees the name change as a positive avenue to develop a similar business in the Australian market.

Mr. Rana engages in the international trading business for licensed ODM/OEM stationary and printing products (picture books, colouring books, etc.) in the United States, Singapore, Dubai, Hong Kong and Shanghai. His business covers a wide range of licenses from Disney (Avenger, Spider-man, Star Warz, Frozen etc.), Transformer, Lost Kitties, My Little Pony, Play Doh etc.

The Company believes that this is an opportunity to create shareholder value by developing a new business operation in Australia with Mr. Rana's new customer contracts and being able to utilise the experience of Mr. Rana and his business team to establish a business model which already exists in other jurisdictions as outlined above.

3.3 Proposed New Business Operation

The proposed business activities are categorised as "sourcing, design and distribution of toys and arts & craft related products".

Subject to tax advice on the appropriate jurisdiction, the Company intends to set up a new offshore investment holding company to hold an operating subsidiary to accommodate the new customer contracts sourced by Mr. Rana and his business team. The sourcing team in the new operating subsidiary of the Group will work with local manufactures (i.e. China, Malaysia, and India) according to customers' specifications and needs (design), and export to customers (i.e. USA) directly from the local suppliers. The new subsidiary will be an operating centre for (i) sourcing, (ii) finance and accounting, (iii) design, and (iv) sales and marketing. All revenue and payment will be recorded and recognised in the books of this entity.

The discussions with Mr. Rana remain ongoing, and the proposed name change is considered as a vital step forward in establishing the proposed new business operation in Australia.

The change in business as described in this change in name resolution may also be subject to Shareholder approval. This determination is subject to a formal proposal put to NSX by the Company.

3.4 Corporations Act

In accordance with section 157(1) of the Corporations Act, a change in company name can only be effected by way of a special resolution passed by its shareholders. Therefore, this Resolution is a Special Resolution that can only be passed if at least 75% of the total votes cast by Shareholders entitled to vote on this Resolution are voted in its favour.

3.5 Board Recommendation

The Board recommends that you vote in favour of this Resolution.

4. RESOLUTION 4 – ADOPTION OF AMENDED CONSTITUTION

4.1 Background

Subject to and conditional on the passing of Resolution 3, the Company proposes to amend the constitution of the Company.

Resolution 4 is a special resolution which will enable the Company to amend its existing Constitution (Amended Constitution) as set out below.

A copy of the Amended Constitution is available for review by Shareholders at the office of the Company and can also be sent to Shareholders by email upon request to the Company Secretary. Shareholders are invited to contact the Company if they have any queries. Enquiries can be sent to Greg Starr at greg.starr@tearum.com.au

4.2 Corporations Act

In accordance with section 136 of the Corporations Act, a company may modify or repeal its constitution or a provision of its constitution by special resolution of Shareholders. Therefore, this Resolution is a Special Resolution that can only be passed if at least 75% of the total votes cast by Shareholders entitled to vote on this Resolution are voted in its favour.

4.3 Summary of proposed changes

The Amended Constitution proposes to:

- (a) Amend the Company's constitution to reflect the name change to the Company, should Resolution 3 be passed.
- (b) Replace the current clause 3 "Minimum Shareholding" of the Company's Constitution with updated wording to align with the current practices of unmarketable parcel clauses and the NSX sample constitution.
- (c) Insert new clause 12.10 regarding the use of technology at general meetings to clarify that the Company may elect to use any virtual meeting technology approved by the Directors that gives the Shareholders (as a whole) a reasonable opportunity to participate.

4.4 Board Recommendation

The Board recommends that you vote in favour of this Resolution.

GLOSSARY

ASIC Australian Securities and Investments Commission

Board Board of directors of the Company

Company Smart Auto Australia Limited ACN 644 257 465

Constitution The constitution of the Company

Corporations Act *Corporations Act 2001* (Cth)

Director A director of the Company

Listing Rules The listing rules of NSX as applicable to the Company from time to

time

Meeting or Annual General Meeting The general meeting of the Company to be held on 21 August 2023

Notice of General Meeting The notice of General Meeting to which this Explanatory

Memorandum is attached

NSX National Stock Exchange of Australia Limited ABN 11 000 902 063, or

the market operated by it as the context requires

Proxy Form The form that accompanies the Notice of Meeting

Resolutions The resolutions to be put to Shareholders at the Meeting, as set out

in the Notice of Meeting

Share A fully paid ordinary share in the Company

Shareholder A person who holds Shares in the Company

Proxy Voting Form

If you are attending the Meeting in person, please bring this with you for Securityholder registration.

SMART AUTO AUSTRALIA LIMITED | ABN 57 644 257 465

Your proxy voting instruction must be received by **01.00pm (AEST) on Wednesday, 24 July 2024**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: https://investor.automic.com.au/#/home Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

Individual: Where the holding is in one name, the Shareholder must sign.

Joint holding: Where the holding is in more than one name, all Shareholders should sign.

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at https://automic.com.au.

Lodging your Proxy Voting Form:

Online

Use your computer or smartphone to appoint a proxy at

https://investor.automic.com.au/#/loginsah or scan the QR code below using your

scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.



BY MAIL:

Automic GPO Box 5193 Sydney NSW 2001

IN PERSON:

Automic

Level 5, 126 Phillip Street Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic: WEBSITE:

https://automicgroup.com.au/

PHONE:

1300 288 664 (Within Australia) +61 2 9698 5414 (Overseas)

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STEP 1 - How to vote	
APPOINT A PROXY:	
I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of SMART AUTO AUSTRALIA LIMITED, to be held at 01.00pm (AEST) on Friday, 26 July 2024 at Level 12, 141 Walker Street, North Sydney NSW 2060 hereby:	
Appoint the Chair of the Meeting (Chair) OR if you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.	
The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote. Unless indicated otherwise by ticking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.	
STEP 2 - Your voting direction	
Resolutions For Against Abstain	
1 ADOPTION OF REMUNERATION REPORT	
2 ELECTION OF DIRECTOR – MR. MARK NG	
3 CHANGE OF COMPANY NAME	
4 ADOPTION OF AMENDED CONSTITUTION	
Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.	
STEP 3 — Signatures and contact details	
Individual or Securityholder 1 Securityholder 2 Securityholder 3	
Sole Director and Sole Company Secretary Director Director / Company Secretary	
Contact Name:	
Email Address:	

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).

Contact Daytime Telephone

Date (DD/MM/YY)