

**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Smartpay Holdings Limited (ASX: SMP)

ACN/ARSN NZBN: 9429039735690

### 1. Details of substantial holder (1)

Name Wilson Asset Management Group (refer entities listed in Annexure A)

ACN/ARSN (if applicable) \_\_\_\_\_

There was a change in the interests of the substantial holder on

16/07/2024

The previous notice was given to the company on

30/05/2024

The previous notice was dated

30/05/2024

### 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	23,848,616	10.01%	26,872,812	11.10%

### 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 or scheme 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
Refer to Annexure B					

### 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 affected	Person's votes
Refer to Annexure C					

## 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
n/a	

## 6. Addresses

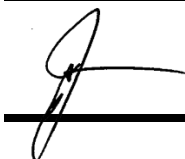
The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name	Address
Refer to Annexure A	

## Signature

print name Kim Heng capacity Chief Operations Officer

sign here



date 18/07/2024

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100
- (6) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person ( eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

## Annexure A

### 1. Details of Wilson Asset Management Group

#### Wilson Asset Management Group

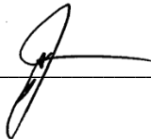
Name	ACN / ARSN
Wilson Asset Management (International) Pty Limited	(ACN 081 047 118)
MAM Pty Limited	(ACN 100 276 542)
WAM Capital Limited	(ACN 086 587 395)
WAM Research Limited	(ACN 100 504 541)
WAM Active Limited	(ACN 126 420 719)
Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	(ACN 081 032 000)
WAM Leaders Limited	(ACN 611 053 751)
WAM Microcap Limited	(ACN 617 838 418)
WAM Global Limited	(ACN 624 572 925)
WAM Strategic Value Limited	(ACN 649 096 220)
WAM Alternative Assets Limited	(ACN 168 941 704)
Wilson Asset Management Leaders Fund	(ARSN 663 806 228)

### 6. Addresses

Name	Address
Wilson Asset Management (International) Pty Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
MAM Pty Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
WAM Capital Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
WAM Research Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
WAM Active Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	Level 26, 1 Farrer Place, Sydney, NSW 2000
WAM Leaders Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
WAM Microcap Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
WAM Alternative Assets Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
WAM Strategic Value Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
WAM Global Limited	Level 26, 1 Farrer Place, Sydney, NSW 2000
Wilson Asset Management Leaders Fund	Level 26, 1 Farrer Place, Sydney, NSW 2000
Citigroup Pty Limited	Level 21, 2 Park Street, Sydney, NSW 2000

This is Annexure A of 1 pages referred to in Form 604 - Notice of change of interests of substantial holder.

Signed: \_\_\_\_\_



Date: 18/07/2024

## ANNEXURE B

Refer to Annexure A for the name and ACN's of the Wilson Asset Management Group members.

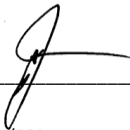
### 3. Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class of securities	Number of securities	Person's votes affected
04/06/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-1,522.95	Ordinary shares	1,231	1,231
04/06/24	WAM Capital Limited	On market purchase	-43,371.54	Ordinary shares	35,057	35,057
06/06/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-850.02	Ordinary shares	670	670
06/06/24	WAM Active Limited	On market purchase	-2,779.70	Ordinary shares	2,191	2,191
06/06/24	WAM Capital Limited	On market purchase	-31,742.63	Ordinary shares	25,020	25,020
06/06/24	WAM Microcap Limited	On market purchase	-7,457.36	Ordinary shares	5,878	5,878
07/06/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-863.94	Ordinary shares	674	674
07/06/24	WAM Active Limited	On market purchase	-2,819.98	Ordinary shares	2,200	2,200
07/06/24	WAM Capital Limited	On market purchase	-32,215.76	Ordinary shares	25,133	25,133
07/06/24	WAM Microcap Limited	On market purchase	-7,567.81	Ordinary shares	5,904	5,904
18/06/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-299.01	Ordinary shares	242	242
18/06/24	WAM Active Limited	On market purchase	-978.58	Ordinary shares	792	792
18/06/24	WAM Capital Limited	On market purchase	-11,167.09	Ordinary shares	9,038	9,038
18/06/24	WAM Microcap Limited	On market purchase	-2,623.11	Ordinary shares	2,123	2,123
19/06/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-112.78	Ordinary shares	91	91
19/06/24	WAM Active Limited	On market purchase	-368.06	Ordinary shares	297	297
19/06/24	WAM Capital Limited	On market purchase	-4,202.40	Ordinary shares	3,391	3,391
19/06/24	WAM Microcap Limited	On market purchase	-987.70	Ordinary shares	797	797
20/06/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-414.86	Ordinary shares	334	334
20/06/24	WAM Active Limited	On market purchase	-1,355.12	Ordinary shares	1,091	1,091
20/06/24	WAM Capital Limited	On market purchase	-15,476.35	Ordinary shares	12,460	12,460
20/06/24	WAM Microcap Limited	On market purchase	-3,635.58	Ordinary shares	2,927	2,927
21/06/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-187.49	Ordinary shares	151	151
21/06/24	WAM Active Limited	On market purchase	-612.15	Ordinary shares	493	493
21/06/24	WAM Capital Limited	On market purchase	-6,998.13	Ordinary shares	5,636	5,636
21/06/24	WAM Microcap Limited	On market purchase	-1,643.99	Ordinary shares	1,324	1,324
24/06/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-1,266.12	Ordinary shares	1,016	1,016
24/06/24	WAM Active Limited	On market purchase	-4,137.34	Ordinary shares	3,320	3,320
24/06/24	WAM Capital Limited	On market purchase	-47,259.08	Ordinary shares	37,923	37,923
24/06/24	WAM Microcap Limited	On market purchase	-11,102.26	Ordinary shares	8,909	8,909
25/06/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-47.99	Ordinary shares	39	39
25/06/24	WAM Active Limited	On market purchase	-1.23	Ordinary shares	1	1
25/06/24	WAM Capital Limited	On market purchase	-1,240.52	Ordinary shares	1,008	1,008
25/06/24	WAM Microcap Limited	On market purchase	-3.69	Ordinary shares	3	3
26/06/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-3,287.54	Ordinary shares	2,771	2,771
26/06/24	WAM Active Limited	On market purchase	-106.78	Ordinary shares	90	90
26/06/24	WAM Capital Limited	On market purchase	-85,876.69	Ordinary shares	72,384	72,384
26/06/24	WAM Microcap Limited	On market purchase	-283.53	Ordinary shares	239	239
01/07/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-616.92	Ordinary shares	513	513
01/07/24	WAM Active Limited	On market purchase	-9.62	Ordinary shares	8	8
01/07/24	WAM Capital Limited	On market purchase	-19,332.37	Ordinary shares	16,076	16,076
01/07/24	WAM Microcap Limited	On market purchase	-27.66	Ordinary shares	23	23

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class of securities	Number of securities	Person's votes affected
02/07/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-2,790.61	Ordinary shares	2,267	2,267
02/07/24	WAM Active Limited	On market purchase	-46.78	Ordinary shares	38	38
02/07/24	WAM Capital Limited	On market purchase	-87,483.86	Ordinary shares	71,069	71,069
02/07/24	WAM Microcap Limited	On market purchase	-124.32	Ordinary shares	101	101
08/07/24	WAM Microcap Limited	On market purchase	-40,632.24	Ordinary shares	34,820	34,820
12/07/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-56,590.18	Ordinary shares	52,714	52,714
12/07/24	WAM Active Limited	On market purchase	-1,987.46	Ordinary shares	2,901	2,901
12/07/24	WAM Capital Limited	On market purchase	-1,985,491.04	Ordinary shares	1,850,193	1,850,193
12/07/24	WAM Microcap Limited	On market purchase	-373,453.39	Ordinary shares	348,576	348,576
16/07/24	WAM Microcap Limited	On market purchase	-323,966.79	Ordinary shares	276,621	276,621
17/07/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-1,824.06	Ordinary shares	1,550	1,550
17/07/24	WAM Active Limited	On market purchase	-5,323.91	Ordinary shares	4,524	4,524
17/07/24	WAM Capital Limited	On market purchase	-67,538.60	Ordinary shares	57,391	57,391
17/07/24	WAM Microcap Limited	On market purchase	-16,507.18	Ordinary shares	14,027	14,027
18/07/24	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	On market purchase	-420.04	Ordinary shares	359	359
18/07/24	WAM Active Limited	On market purchase	-1,225.01	Ordinary shares	1,047	1,047
18/07/24	WAM Capital Limited	On market purchase	-15,541.30	Ordinary shares	13,283	13,283
18/07/24	WAM Microcap Limited	On market purchase	-3,799.04	Ordinary shares	3,247	3,247

This is Annexure B of 2 pages referred to in Form 604 - Notice of change of interests of substantial holder.

Signed: \_\_\_\_\_



Date: 18/07/2024


## ANNEXURE C

Refer to Annexure A for the name and ACN's of the Wilson Asset Management Group members.

### 4. Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as a holder (8)	Nature of relevant interest (6)	Number of securities	Class of securities	Person's votes
Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	Citigroup Pty Limited	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	Management of the portfolio of Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	537,798	Ordinary shares	537,798
WAM Active Limited	Citigroup Pty Limited	WAM Active Limited	Management of the portfolio of WAM Active Limited	1,568,866	Ordinary shares	1,568,866
WAM Capital Limited	Citigroup Pty Limited	WAM Capital Limited	Management of the portfolio of WAM Capital Limited	19,901,997	Ordinary shares	19,901,997
WAM Microcap Limited	Citigroup Pty Limited	WAM Microcap Limited	Management of the portfolio of WAM Microcap Limited	4,864,151	Ordinary shares	4,864,151

This is Annexure C of 1 pages referred to in Form 604 - Notice of change of interests of substantial holder.

Signed:  \_\_\_\_\_

Date: 18/07/2024