

Appendix 3X

Initial Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity Smiles Inclusive Limited
ABN 27 621 105 824

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Michael Robert Timoney
Date of appointment	15 August 2017

Part 1 - Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
9,000 fully paid ordinary shares (<i>M Timoney is registered holder with securities held on trust for A Timoney and W Timoney</i>)

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Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Number & class of Securities
Miketim Super Pty Ltd as trustee for the Miketim Superannuation Fund (<i>M Timoney is sole director, secretary and shareholder of the trustee, and a beneficiary of the superannuation fund</i>)	5,000,000 fully paid ordinary shares <i>(escrowed for 24 months from 27/04/2018)</i>
MRT49 Pty Ltd as trustee for the Pevensey Trust (<i>M Timoney is sole director, secretary and shareholder of the trustee, and a beneficiary of the trust</i>)	4,659,000 fully paid ordinary shares <i>(escrowed for 24 months from 27/04/2018)</i>
James Michael Timoney (<i>Child of M Timoney</i>)	4,500 fully paid ordinary shares <i>(750 are escrowed for 24 months from 27/04/2018; 3,750 are escrowed until 3 business days following the release of the Company's financial results for FY18)</i>
Miles Ross Timoney (<i>Child of M Timoney</i>)	4,500 fully paid ordinary shares <i>(750 are escrowed for 24 months from 27/04/2018; 3,750 are escrowed until 3 business days following the release of the Company's financial results for FY18)</i>

Part 3 – Director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
No. and class of securities to which interest relates	N/A

+ See chapter 19 for defined terms.