

# Appendix 3Y

## Change of 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 30/09/01 Amended 01/01/11

<b>Name of entity</b> Smiles Inclusive Limited
<b>ABN</b> 27 621 105 824

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Tracy Penn
<b>Date of last notice</b>	03/05/2018

### Part 1 - Change of director's relevant interests in securities

*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.

<b>Direct or indirect interest</b>	Direct and indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<ol style="list-style-type: none"><li>1. Ycart Holdings Pty Ltd as trustee for the Trebor Investment Trust (<i>T Penn is sole director, secretary and shareholder of the trustee, and a beneficiary of the trust</i>)</li><li>2. Robert A Penn and Tracy Penn (<i>T Penn and her spouse</i>)</li><li>3. Robert A Penn (<i>Spouse of T Penn</i>)</li></ol>
<b>Date of change</b>	6 March 2019
<b>No. Of securities held prior to change</b>	<ol style="list-style-type: none"><li>1. Ycart Holdings Pty Ltd as trustee for the Trebor Investment Trust - 412,000 fully paid ordinary shares</li><li>2. Robert A Penn and Tracy Penn - 18,750 fully paid ordinary shares</li><li>3. Robert A Penn – Nil</li></ol>
<b>Class</b>	Fully paid ordinary shares
<b>Number acquired</b>	44,117
<b>Number disposed</b>	Nil

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+ See chapter 19 for defined terms.

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$7,499.89
<b>No. of securities held after change</b>	<ol style="list-style-type: none"> <li>1. Ycart Holdings Pty Ltd as trustee for the Trebor Investment Trust - 412,000 fully paid ordinary shares</li> <li>2. Robert A Penn and Tracy Penn - 18,750 fully paid ordinary shares</li> <li>3. Robert A Penn – 44,117 fully paid ordinary shares</li> </ol>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market trade

## Part 2 – Change of 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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

+ See chapter 19 for defined terms.

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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<sup>+</sup> See chapter 19 for defined terms.