

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

Name of entity	Smartgroup Corporation Ltd
ABN	48 126 266 831

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.

Name of Director	Timothy Looi
Date of last notice	20 March 2020

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.

Direct or indirect interest	Direct and indirect interests
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Direct interest in shares registered in the name of Timothy Looi. Direct interest as trustee of, and indirect interest as beneficiary of, the Archie Family Trust. Shares are registered in the name of Mr Timothy Looi.
Date of change	12 June 2020
No. of securities held prior to change	453,208 shares held by Timothy Looi 55,000 shares held by Timothy Looi as trustee of the Archie Family Trust (being a total of 508,208 shares)
Class	Ordinary
Number acquired	670,392
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Shares were issued at an issue price of \$6.20 per share

+ See chapter 19 for defined terms.

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No. of securities held after change	1,123,600 shares held by Timothy Looi 55,000 shares held by Timothy Looi as trustee of the Archie Family Trust (being a total of 1,178,600 shares)
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Shares were issued to Mr Looi under the Smartgroup Loan Funded Share Plan. The issue was approved by shareholders at the Company's annual general meeting held on 10 June 2020.

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.

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

Part 3 – +Closed period

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

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