



ABN 27 621 105 824
ACN 621 105 824

ASX Announcement
20 October 2020

Smiles Inclusive Limited: Notice of calling s249F General Meeting

Smiles Inclusive Limited (ASX:SIL) (**Smiles Inclusive** or **Company**) advises that it has received a notice of intention to call a general meeting under sections 203D(2) and 249F of the *Corporations Act 2001* (Cth) (**EGM**).

The notice was provided by Dr Arthur Mark Walsh, CDentist Pty Ltd ACN 165 829 041, Makepeace Nominees Pty Ltd ACN 132 697 128 as trustee of the Makepeace Superfund Account, Dr Philip Makepeace and Phi Long Investment Pty Ltd ACN 159 117 932 (the **Requisitioners**) indicating that they hold at least 5% of the votes that may be cast at a general meeting of the Company. The Requisitioners are the same group of former Totally Smiles dentist and their associated entities who only just yesterday requested the cancellation of the shareholder meeting that they called to be held on Friday, 23 October 2020.

The notice states an intention to appoint Dr Joao Camacho, Dr Philip Makepeace and Dr Arthur Walsh as directors of the Company and to remove each each of the directors of the Company and any person appointed as a director of the Company between 19 October 2020 and the date of the EGM. The Requisitioners intend to hold the EGM no later than 21 December 2020.

The Company is disappointed and incredibly frustrated at receiving yet another notice from the Requisitioners attempting to spill the Board. This EGM now represents the fourth time within a period of less than 2 years that Dr Camacho has sought to remove the Directors and to be elected to the Board. The Company believes that there is no reasonable basis for the Requisitioners to repeatedly call a shareholder meeting to spill the Board.

The EGM is an unnecessary and costly distraction from the Board and management's efforts to turnaround the Smiles Inclusive business. Smiles Inclusive has had to incur significant costs, both in time spent by management and the Board and in legal and other fees, to respond to the requisitioners' repeated attempts to spill the Board.

The Company is investigating the validity of the request and will keep shareholders updated on any material developments.

This announcement has been approved for release by the Board.

For further information, please contact:
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