

2 March 2018



The Manager
Company Notices Section
ASX Limited
Level 4, North Tower, Rialto Towers
525 Collins Street
MELBOURNE VIC 3000

Dear Sir/Madam

Cleansing Notice – Notice under section 708A(5)(e) of the *Corporations Act 2001* (Cth)

This notice is given by Smartgroup Corporation Ltd ACN 126 266 831 (ASX code: SIQ) (**Company**) under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The Company has issued 6,787,331 fully paid ordinary shares in the Company to raise approximately \$75 million (**Placement Shares**).

The Company advises that:

- (a) the Placement Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
- (b) this notice is being given under section 708A(5)(e) of the Corporations Act;
- (c) as at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Corporations Act as they apply to the Company and section 674 of the Corporations Act; and
- (d) as at the date of this notice, the Company is not aware of any excluded information for the purposes of section 708A(6)(e) of the Corporations Act, being information:
 - (i) that has been excluded from a continuous disclosure notice in accordance with the Listing Rules of the ASX;
 - (ii) that investors and their professional advisors would reasonably require for the purposes of making an informed assessment of:
 - (A) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - (B) the rights and liabilities attached to the Placement Shares.

Yours sincerely

A handwritten signature in black ink, appearing to read "Amanda Morgan".

Amanda Morgan
General Counsel & Company Secretary
Smartgroup Corporation Ltd