

**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme National Tyre & Wheel Limited (NTAW)

ACN/ARSN 095 843 020

### 1. Details of substantial holder (1)

Name ST Corso Pty Ltd ACN 075 838 069 atf the Smith Trading Trust (ST Corso), Terence Patrick Smith and Susanne Smith, STFT Investment Holdings Pty Ltd ACN 108 389 662 (together Smith Group)

ACN/ARSN (if applicable) As above

There was a change in the interests of the substantial holder on 04/02/2022  
The previous notice was given to the company on 06/08/2020  
The previous notice was dated 06/08/2020

### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares	38,789,779	33.96%	29,787,618	22.62%

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
09/04/2021	Smith Group	Dilution of interests as a result of share issue announced by NTAW on 9 April 2021.	N/A	N/A	N/A
31/05/2021	Smith Group	Release of shares from voluntary escrow in which Smith Group had a relevant interest under s608(3) of the Corporations Act 2001 (Cth) ( <b>Corporations Act</b> ) merely as a result of having voting power of more than 20% in NTAW	N/A	(218,579) fully paid ordinary shares	N/A
15/10/2021	Smith Group	Dilution of interests as a result of share issue announced by NTAW on 15 October 2021.	N/A	N/A	N/A
02/11/2021	Smith Group	Deemed relevant interest under s608(3) of the Corporations Act (as ST Corso has voting power of more than 20% in NTAW) in shares in which NTAW has a relevant interest under s608(1)(c) of the Corporations Act as a result of individual voluntary restriction deeds between NTAW and Cyrax Holdings Pty Ltd and Eastfield Investments Pty Ltd announced by NTAW on 2 November 2021 and contained in NTAW's Form 605 dated 9 February 2022.	N/A	1,071,430 fully paid ordinary shares	N/A

21/12/2021	Smith Group	Dilution of interests as a result of share issue announced by NTAW on 21 December 2021.	N/A	N/A	N/A
11/01/2022	Smith Group	Deemed relevant interest under s608(3) of the Corporations Act (as ST Corso has voting power of more than 20% in NTAW) in shares in which NTAW has a relevant interest under s608(1)(c) of the Corporations Act as a result of voluntary restriction deed between NTAW and G R Hari Trustee Limited, Garry Paul Carter and Robynn Janet Carter (as trustees of the Te Whanau Hari Trust) announced by NTAW on 11 January 2022 and contained in NTAW's Form 605 dated 9 February 2022.	N/A	1,394,222 fully paid ordinary shares	N/A
28/01/2022	Smith Group	Shares applied for under the Share Purchase Plan which NTAW announced on 25 January 2022, with shares being allotted on 28 January 2022.	\$90,000.00	66,669 fully paid ordinary shares	66,669
28/01/2022	Smith Group	Dilution of interests as a result of share issue (under the Share Purchase Plan) announced by NTAW on 25 January 2022.	N/A	N/A	N/A
04/02/2022	Smith Group	Release of shares from voluntary escrow in which Smith Group had a relevant interest under s608(3) of the Corporations Act merely as a result of having voting power of more than 20% in NTAW.	N/A	(11,315,903) fully paid ordinary shares	(11,315,903)

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
ST Corso	ST Corso		Interest under s608(1)(a) of the Corporations Act as the holder of the securities	26,772,520 fully paid ordinary shares	26,772,520
Terence Patrick Smith and Susanne Smith	ST Corso		Interest under s608(3) of the Corporations Act as persons that have the relevant interest in the securities that a body corporate (ST Corso) controlled by the persons have.	26,772,520 fully paid ordinary shares	26,772,520
ST Corso	Bond Street Custodians Limited		Interest under s608(1)(b) and (c) of the Corporations Act as a person that has power to exercise, or control the exercise of, a right to vote the securities and a power to dispose of, or control the exercise of a power to dispose of, the securities	432,223 fully paid ordinary shares	432,223
Terence Patrick Smith and Susanne Smith	Bond Street Custodians Limited		Interest under s608(3) of the Corporations Act as persons that have the relevant interest in the securities that a body corporate (ST Corso) controlled by the persons have.	432,223 fully paid ordinary shares	432,223

STFT Investment Holdings Pty Ltd	Bond Street Custodians Limited		Interest under s608(1)(b) and (c) of the Corporations Act as a person that has power to exercise, or control the exercise of, a right to vote the securities and a power to dispose of, or control the exercise of a power to dispose of, the securities	117,223 fully paid ordinary shares	117,223
Terence Patrick Smith and Susanne Smith, ST Corso	Bond Street Custodians Limited		Interest under s608(3) of the Corporations Act as persons that have the relevant interest in the securities that a body corporate (STFT Investment Holdings Pty Ltd) controlled by the persons have.	117,223 fully paid ordinary shares	117,223
Smith Group	Persons referred to in Annexure B and Annexure C of NTAW's Form 605 dated 9 February 2022		Deemed relevant interest under s608(3) of the Corporations Act (as ST Corso has voting power of more than 20% in NTAW) in shares in which NTAW has a relevant interest under s608(1)(c) of the Corporations Act as a result of voluntary restriction deeds between NTAW and various shareholders.	2,465,652 fully paid ordinary shares	2,465,652

#### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

#### 6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Smith Group	c/-385 MacArthur Avenue, Hamilton, Queensland 4007

### Signature

print name Terence Patrick Smith

capacity For and on behalf of Substantial Holders

sign here



date 09/02/2022

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.