

Appendix 3E and Appendix 3F – Buyback of Employee Share Plan Shares

26 September 2019 - McGrath Limited (**McGrath** or **Company**) confirms that in accordance with the Appendix 3C and announcement made by McGrath on 5 September 2019, it has now completed the employee share scheme buy-back of 1,082,598 shares which were subject to loan arrangements under the Company's Equity Incentive Plan (**Plan**) (**Buy Back Shares**).

The Buy Back Shares were issued in accordance with the Plan in 2016 to agents of the Company. A number of these agents (and now former agents) did not meet the terms and conditions of the Plan and accordingly, were no longer entitled to the Buy Back Shares.

Pursuant to the terms of the Plan, the buy-back extinguished the outstanding loans associated with the Buy Back Shares and accordingly, there was no cash outlay by the Company for the buy-back of the Buy Back Shares.

The Buy Back Shares have been cancelled.

-Ends-

About McGrath:

McGrath Limited (ASX: MEA) has grown to be an integrated real estate services business, offering agency sales, property management, mortgage broking and career training services. McGrath Estate Agents currently has 98 offices located throughout the East Coast of Australia. For further information, please visit www.mcgrath.com.au.

Appendix 3E

Daily share buy-back notice (*except* minimum holding buy-back and selective buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: rule 3.6, Appendix 7C. Amended 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
McGrath Limited	61 608 153 779

We (the entity) give ASX the following information.

Information about buy-back

1	Type of buy-back	Employee share scheme buy back (under 10/12 limit)
2	Date Appendix 3C was given to ASX	5 September 2019

Total of all shares/units bought back, or in relation to which acceptances have been received, before, and on, previous day

	Before previous day	Previous day
3	Number of shares/units bought back or if buy-back is an equal access scheme, in relation to which acceptances have been received	Nil 1,082,598
4	Total consideration paid or payable for the shares/units	Nil Nil – consideration is the extinguishment of loans. No cash is payable by McGrath Limited for the buy-back.

+ See chapter 19 for defined terms.

Appendix 3E
Daily share buy-back notice

	Before previous day	Previous day
5 If buy-back is an on-market buy-back	N/A	N/A

Participation by directors

6 Deleted 30/9/2001.	No
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How many shares/units may still be bought back?

7 If the company/trust has disclosed an intention to buy back a maximum number of shares/units – the remaining number of shares/units to be bought back	Nil
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Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Melissa Jones

Sign here: Date: 26 September 2019
Company Secretary

Print name: Melissa Jones

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+ See chapter 19 for defined terms.

Appendix 3F

Final share buy-back notice (*except* minimum holding buy-back)

Introduced 1/9/99. Origin: Appendices 7D and 7E. Amended 30/9/2001, 11/01/10

Information and documents given to ASX become ASX's property and may be made public.

Name of entity	ABN/ARSN
McGrath Limited	61 608 153 779

We (the entity) give ASX the following information.

Description of buy-back

1	Type of buy-back	Employee share scheme buy back (under 10/12 limit)
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Details of all shares/units bought back

2	Number of shares/units bought back	1,082,598
3	Total consideration paid or payable for the shares/units	Nil – consideration is the extinguishment of loans. No cash is payable by McGrath Limited for the buy-back.
4	If buy-back is an on-market buy-back - highest and lowest price paid	N/A

+ See chapter 19 for defined terms.

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Melissa Jones

Sign here: Date: 26 September 2019
Company Secretary

Print name: Melissa Jones
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