

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	PENGANA CAPITAL GROUP LIMITED
ABN	43 059 300 426

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	Warwick Martin Negus
Date of last notice	21 June 2019

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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	1. Registered proprietor – Farnworth House Pty Ltd ACN 102 850 457 ("FHP"). Mr Negus is a shareholder of FHP. 2. Registered proprietor – Pretage Pty Ltd ACN 113 963 170 (PPL). Mr Negus is a shareholder of PPL.
Date of change	No change
No. of securities held prior to change	No change
Class	Fully paid ordinary shares
Number acquired	Nil
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	1. Farnworth House Pty Ltd - 2,809,949 fully paid ordinary shares 2. Pretage Pty Ltd – 630,051 fully paid ordinary shares
Nature of change	No change

+ See chapter 19 for defined terms.

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Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	
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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	Allocation of Non-Executive Director (NED) Restricted Rights in accordance with the Pengana Capital Group Limited NED Equity Plan Rules
Nature of interest	Allocation of NED Restricted Rights in accordance with the Pengana Capital Group Limited NED Equity Plan Rules
Name of registered holder (if issued securities)	PENGANA HOLDINGS PTY LTD <PENGANA CAP GR L EMP SH A/C>
Date of change	22 June 2020
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	-
Interest acquired	39,137 NED Restricted Rights
Interest disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	\$42,617.98
Interest after change	39,137 NED Restricted Rights

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?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

⁺ See chapter 19 for defined terms.