

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	Mainstream Group Holdings Limited
ABN	48 112 252 114

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	Martin Charles Smith
Date of last notice	1 October 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	Direct (a) and indirect (b and c)
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	(b) Sodor Holdings Pty Ltd atf Sodor Investment Trust (c) Mr Martin Charles Smith + Mrs Sharon Lee Smith <SMITH FAMILY S/F NO2 A/C>
Date of change	1 October 2020
No. of securities held prior to change	20,515,087: a) 1,161,843 b) 18,993,351 c) 359,893
Class	Fully paid ordinary shares
Number acquired	(a) 221,667 shares acquired under the Employee Share Plan (ESP): - 2018 Senior Management Share Offer - tranche 3 (113,333 shares) - 2019 Long Term Incentive - tranche 2 (108,334 shares)

+ See chapter 19 for defined terms.

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Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	No consideration was paid for the shares. They were issued under the ESP in accordance with the director's terms of engagement. The estimated valuation is \$152,950.
No. of securities held after change	20,736,754: a) 1,383,510 b) 359,893 c) 18,993,351
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of shares under the Company's Employee Share Plan

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – +Closed period

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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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.