

27 August 2021: ASX RELEASE

**Exercise of Unlisted Performance Rights
Notice under section 708A(5)(e) of the Corporations Act**

MSL Solutions Limited (**ASX:MSL**) (**MSL** or the **Company**) has today issued 2,611,666 fully paid ordinary shares in the Company following the exercise of unlisted performance rights previously issued employees and senior management under an employee incentive scheme. Of the unlisted performance rights being issued 1,611,666 represents a partial vesting and 1,000,000 are fully vested. All unlisted performance rights had an exercise price of nil.

The Appendix 3Y for Tony Toohey for exercise of 400,000 unlisted performance rights is attached.

Details of the issue are:

Class of securities:	Ordinary fully paid shares in the Company
ASX code:	MSL
Date of the issue:	27 August 2021
Total number of Shares issued:	2,611,666

The Company gives notice under section 708A(5)(e) of the Corporations Act that:

- (a) the Shares have been issued without disclosure to investors under Part 6D.2 of the Corporations Act and without a prospectus being prepared;
- (b) as a disclosing entity, the Company is subject to regular reporting and disclosure obligations;
- (c) as at the date of this Cleansing Notice, the Company has complied with:
 - (i) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
 - (ii) section 674 of the Corporations Act as it applies to the Company; and
- (d) as at the date of this Cleansing Notice, there is no 'excluded information' of the type referred to in sections 708A(7) or 708A(8) of the Corporations Act which is required to be disclosed by the Group under section 708A(6)(e) of the Corporations Act.

The Appendix 2A relating to the issue of the Shares has been lodged separately.

Approved for distribution by the Board of Directors of MSL Solutions Limited

For further information, please contact:

Andrew Ritter (Company Secretary)
MSL Solutions Limited

Phone: 1800 679 701 or +61 7 3512 3510 (outside Australia)
Email: investor@mslsolutions.com
Website: <https://www.mslsolutions.com/investors/>

About MSL Solutions Limited

MSL Solutions Limited (ASX: MSL) is a leading SaaS technology provider to the sports, leisure and hospitality sectors. We help some of the world's most iconic venues around the world - stadiums & arenas, pubs & member clubs, sporting associations, golf federations and more – to deliver outstanding customer experiences during every engagement.

MSL develops and delivers fully integrated and modular systems that connect customers to venues through mobile and contactless entry, ordering and payment solutions. We seamlessly connect front-of-house to back-office, offering an end-to-end guest engagement platform which provides actionable insights on key success metrics to venues of all sizes.

MSL Solutions has over 5,000 customers with offices in Australia, UK and Denmark. To discover more about MSL, please visit www.mslsolutions.com.

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	MSL Solutions Limited
ABN	96 120 815 778

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	Anthony P Toohey
Date of last notice	19 November 2020

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 and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Director & Shareholder - Boronia International Pty Ltd ATF Toohey Superannuation Fund
Date of change	27 August 2021
No. of securities held prior to change	2,700,000 Performance Rights
Class	Ordinary Shares & Performance Rights (from the exercise of performance rights following one-third vesting on 21 July 2021, exercise price of nil).
Number acquired	400,000 Ordinary Shares.
Number disposed	400,000 Performance Rights.

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Performance Rights represents the long-term employee incentive scheme component of remuneration for Mr Tony Toohey as Executive Director and Chairman and are issued for nil consideration. Vesting conditions are for the following tranches: 400,000 – One third allocation, vesting on 21 July 2021; 400,000 – One third allocation, vesting on 21 July 2022; 400,000 – One third allocation, vesting on 21 July 2023. Mr Toohey must remain an employee, consultant or Director of MSL Solutions Limited at the time the Performance Rights vest, and the Performance Rights will lapse if not vested and/or exercised by the dates listed above.
No. of securities held after change	400,000 Ordinary shares 2,300,000 Performance Rights.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Performance Rights issued to Mr Tony Toohey were previously approved by shareholders at the AGM of the Company.

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

+ See chapter 19 for defined terms.

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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

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.