

# 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

<b>Name of entity</b>	<b>Brainchip Holdings Ltd</b>
<b>ABN</b>	<b>64 151 159 812</b>

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.

<b>Name of Director</b>	Antonio Jose Florindo Viana
<b>Date of last notice</b>	28 June 2021

### 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.

<b>Direct or indirect interest</b>	N/A
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	
<b>Date of change</b>	
<b>No. of securities held prior to change</b>	
<b>Class</b>	
<b>Number acquired</b>	
<b>Number disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	
<b>No. of securities held after change</b>	
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	

+ See chapter 19 for defined terms.

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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.

<b>Detail of contract</b>	Consultancy Agreement between Mr Viana and the Company for the provision of consultancy services.
<b>Nature of interest</b>	In accordance with the terms of the agreement, Mr Viana will receive payment for his services in the form of Restricted Stock Units vesting in 4 equal tranches over the Agreement term of 4 years.  Issuance of the Restricted Stock Units is subject to the approval of shareholders at the next Annual General Meeting of the Company.  In the event that shareholders do not approve the issuance of the Restricted Stock Units as outlined above, Mr Viana will be paid US\$6,000 for the performance of the services under the Agreement.
<b>Name of registered holder (if issued securities)</b>	Antonio Jose Florindo Viana
<b>Date of change</b>	02 November 2021
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	Nil
<b>Interest acquired</b>	1,000,000 (subject to receipt by the Company of shareholder approval).
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	TBC
<b>Interest after change</b>	To be confirmed upon receipt by the Company of the aforementioned shareholder approval

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	N/A
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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