

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: Maas Group Holdings Limited
ABN: 84 632 994 542

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	Wesley Jon Maas
Date of last notice	18 November 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.

Direct or indirect interest	Direct and Indirect
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+ See chapter 19 for defined terms.

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<p>Nature of indirect interest (including registered holder)</p> <p>Note: Provide details of the circumstances giving rise to the relevant interest.</p>	<p>W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust – relevant interest under sections 608(1)(b) and (c) and 608(3)(b) of the Corporations Act.</p> <p>EMS Invest Pty Ltd as trustee for the EMS Invest Trust - relevant interest under sections 608(1)(b) and (c) and 608(3)(b) of the Corporations Act.</p> <p>Emma Margaret Maas - relevant interest under sections 608(1)(b) and (c) and 608(3)(b) of the Corporations Act.</p> <p>HSBC Custody Nominees (Australia) Ltd (as nominee and custodian for shares beneficially owned by W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust).</p> <p>Relevant interest in securities that Maas Group Holdings Limited (MGH) has the power to control disposal under sections 608(1)(c) and 608(3)(a) of the Corporations Act. Registered holders of those securities that MGH has a relevant interest in are disclosed in MGH's ASIC Form 604 of 8/07/2021 together with the other registered holders of escrowed securities issued since 8/07/2021 set out below:</p> <ul style="list-style-type: none"> C & A Pilley Investments Pty Ltd C & V Walker Investments Pty Ltd David James Payne Canberra Self Storage Pty Ltd S Maas Ventures 2 Pty Ltd R Maas Ventures Pty Ltd R Maas Holdings Pty Ltd S Maas Holdings Pty Ltd S Maas Properties Pty Ltd Endure Investments Pty Ltd RMACT Pty Ltd SAIML Pty Ltd
<p>Date of change</p>	<p>1 December 2021</p>

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No. of securities held prior to change	
Wesley Jon Maas	15,501,611 ordinary shares
W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust	75,978,452 ordinary shares
EMS Invest Pty Ltd as trustee for the EMS Invest Trust	14,343,334 ordinary shares
Emma Margaret Maas	41,597,610 ordinary shares
HSBC Custody Nominees (Australia) Ltd	4,466,999 ordinary shares
Total	151,888,006 ordinary shares
Securities over which Maas Group Holdings Limited has the power to control disposal under sections 608(1)(c) and 608(3)(a) of the Corporations Act. Registered holders of those securities are disclosed in MGH's ASIC Form 604 of 08/07/2021 together with the other registered holders for escrowed securities issued since 8/07/2021 noted above.	48,070,401 ordinary shares (which for the avoidance of doubt excludes any of those shares listed above that are still subject to voluntary escrow over which Maas Group Holdings Limited also has the power to control disposal)
TOTAL	199,958,407 ordinary shares
Class	Fully paid ordinary shares
Total Number acquired	
HSBC Custody Nominees (Australia) Ltd	1,000,000
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$5,500,000
No. of securities held after change	
Wesley Jon Maas	15,501,611 ordinary shares
W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust	75,978,452 ordinary shares
EMS Invest Pty Ltd as trustee for the EMS Invest Trust	14,343,334 ordinary shares
Emma Margaret Maas	41,597,610 ordinary shares
HSBC Custody Nominees (Australia) Ltd	5,466,999 ordinary shares
Total	152,888,006 ordinary shares

+ See chapter 19 for defined terms.

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Securities over which Maas Group Holdings Limited has the power to control disposal under sections 608(1)(c) and 608(3)(a) of the Corporations Act. Registered holders of those securities are disclosed in MGH's ASIC Form 604 of 08/07/2021 together with the other registered holders for escrowed securities issued since 8/07/2021 noted above.	48,070,401 (which for the avoidance of doubt excludes any of those shares listed above that are still subject to voluntary escrow over which Maas Group Holdings Limited also has the power to control disposal)
TOTAL	200,958,407 ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Acquisition relates to the subscription for shares pursuant to the Conditional Placement which was approved by shareholders at the MGH AGM of 9 November 2021.

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	Master Loan Agreement and Deed of Security
Nature of interest	W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust has entered into a Master Loan Agreement and Deed of Security in respect of a portion of its shareholding in MAAS Group Holdings Ltd. The loan facility provides W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust with an ability to borrow against the value of the MAAS Group Holdings Ltd shares held as collateral pursuant to the Deed of Security. The term of the loan facility is 3 years.
Name of registered holder (if issued securities)	HSBC Custody Nominees (Australia) Ltd
Date of change	1 December 2021
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	Facility now relates to 5,466,999 ordinary shares with provision for further loan tranches.
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

⁺ See chapter 19 for defined terms.

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.