

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	Gratifi Limited
ABN	47 125 688 940

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	Stephen Borness
Date of last notice	14 August 2023

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.	<p>a) Celerity Nominees Pty Limited as trustee for the Celerity Super Fund of which Mr Borness is a director and shareholder of the trustee and a beneficiary of the trust</p> <p>b) Celerity Investments Pty Ltd is an entity of which Mr Borness is the sole director and shareholder</p>
Date of change	13 December 2023
No. of securities held prior to change	a) 8,820,856 fully paid ordinary shares
Class	<p>1. Fully Paid Ordinary Shares</p> <p>2. Performance Rights</p>
Number acquired	<p>1. 6,000,000 Fully Paid Ordinary Shares</p> <p>2. 7,210,106 Performance Rights (unlisted)</p>

+ 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 securities. The securities were issued following shareholder approval on 30 November 2023. <ol style="list-style-type: none"> The estimated valuation is \$60,000. The estimated valuation is \$11,101.
No. of securities held after change	a) 8,820,856 fully paid ordinary shares b) 6,000,000 fully paid ordinary shares; and 7,210,106 Performance Rights (unlisted)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	1. Issue of shares in lieu of Director Fees. 2. Issue of Performance Rights under Employee Incentive Scheme – Performance Rights 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

+ See chapter 19 for defined terms.

Interest after change	N/A
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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?	N/A
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.