

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	Metarock Group Limited
ABN	96 142 490 579

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	Andrew Dominic Watts
Date of last notice	6 October 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 (j) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	1. Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<p>(a) Interest held by Carm NQ Pty Ltd ATF The Carnhogan Family Trust, of which Mr Watts is sole director/shareholder of the Company and a beneficiary of the trust.</p> <p>(b) Interest held by Circle of Five Pty Ltd ATF Calypso Tours Trust, of which Mr Watts is a director of the Company and has a 1/3 interest in the trust held by his related party Carm NQ Pty Ltd ATF The Carnhogan Family Trust.</p> <p>(c) Interest held by Watty Pty Ltd ATF The Watty Super Fund, of which Mr Watts is director/shareholder of the Company and a member of the super fund.</p>
Date of change	16 January 2024

+ See chapter 19 for defined terms.

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No. of securities held prior to change	<p>Ordinary Shares:</p> <p>(a) 3,618,475</p> <p>(b) 119,000</p> <p>(c) 10,860,011</p> <p>Options:</p> <p>(a) 179,578</p> <p>(b) -</p> <p>(c) 538,959</p>
Class	Ordinary Shares
Number acquired	<p>Ordinary Shares:</p> <p>(a) -</p> <p>(b) -</p> <p>(c) 153,095</p> <p>Options:</p> <p>(a) -</p> <p>(b) -</p> <p>(c) -</p>
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Ordinary Shares: \$0.1306 per Ordinary Share
No. of securities held after change	<p>Ordinary Shares:</p> <p>(d) 3,618,475</p> <p>(e) 119,000</p> <p>(f) 11,013,106</p> <p>Options:</p> <p>(d) 179,578</p> <p>(e) -</p> <p>(f) 538,959</p>
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Ordinary Shares issued under NED Plan, as approved by shareholders at the 2023 Annual General Meeting.

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	Not Applicable
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Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

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?	Not Applicable
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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