

# 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>Mesoblast Limited</b>
<b>ABN</b>	<b>68 109 431 870</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>	<b>Silviu Itescu (Chief Executive Officer)</b>
<b>Date of last notice</b>	<b>24 June 2020</b>

### 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>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Not applicable
<b>Date of change</b>	7 July 2021
<b>No. of securities held prior to change</b>	68,958,928 ordinary shares, held as follows: <ul style="list-style-type: none"> <li>• Direct: 67,756,838 ordinary shares; and</li> <li>• Indirect: 1,202,090 ordinary shares</li> </ul> 1,885,334 options
<b>Class</b>	Options
<b>Number acquired</b>	1,200,000 options issued with approval of shareholders at 2020 AGM
<b>Number disposed</b>	Not applicable
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil

+ See chapter 19 for defined terms.

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<b>No. of securities held after change</b>	68,958,928 ordinary shares, held as follows: <ul style="list-style-type: none"> <li>• Direct: 67,756,838 ordinary shares; and</li> <li>• Indirect: 1,202,090 ordinary shares</li> </ul> 3,085,334 options
<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	Issue of options with approval by shareholders at the 2020 AGM

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

### Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
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<sup>+</sup> See chapter 19 for defined terms.

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

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