

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	LINIUS TECHNOLOGIES LIMITED
ABN	84 149 796 332

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	James Brennan
Date of last notice	26 October 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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Laura Brennan (spouse of James)
Date of change	15 July 2022
No. of securities held prior to change	nil
Class	Fully paid ordinary shares
Number acquired	2,000,000 Shares issued at 1 cents per share under the terms of the April 2022 placement, as approved at the company's 17 June 2022 General Meeting. 3,000,000 Shares issued, as Remuneration Shares, approved at the company's 30 November 2021 Annual General Meeting
Number disposed	n/a
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	The value attributed to the Remuneration Shares is \$0.02 each (being the closing price of Linius shares on the day of approval at the Annual General Meeting)
No. of securities held after change	5,000,000 fully paid 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	3,000,000 shares issued after completion of vesting condition at 30 June 2022 and 2,000,000 shares issued after shareholder approval at 15 June 2022 General Meeting.

+ 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.

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Detail of contract	Executive Service Agreement	
Nature of interest	Company, grant of the following securities under the Company's Employee Incentive Plan.	
Name of registered holder (if issued securities)	N/A	
Date of change	15 July 2022	
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	Vesting condition of the 3 million fully paid ordinary shares has been met and issued. Vesting condition of the 7 million shares subject to the achievement of aggregate gross revenue has lapsed for the period ended 30 June 2022.	
Interest acquired	Nil	
Interest disposed	Refer above for change.	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	The value attributed to the Remuneration Shares is \$0.02 each (being the closing price of Linius shares on the day of approval at the Annual General Meeting)	
Interest after change		
Up to 30 million shares over two years subject to achievement of the following vesting conditions:		
Year	No. Shares	Vesting Condition¹
2022/23	2,000,000	The Company achieves during the 2022/2023 financial year aggregate gross revenue of at least 70% of the budgeted gross revenue for that year ²
	4,000,000 (total 6 million)	The Company achieves during the 2022/2023 financial year aggregate gross revenue of at least 100% of the budgeted gross revenue for that year
	4,000,000 (total 10 million)	The Company achieves during the 2022/2023 financial year aggregate gross revenue of 130% or more of the budgeted gross revenue for that year
2023/24	2,000,000	The Company achieves during the 2023/2024 financial year aggregate gross revenue of at least 70% of the budgeted gross revenue for that year ³
	4,000,000 (total 6 million)	The Company achieves during the 2023/2024 financial year aggregate gross revenue of at least 100% of the budgeted gross revenue for that year
	14,000,000 (total 20 million)	The Company achieves during the 2023/2024 financial year aggregate gross revenue of 182% or more of the budgeted gross revenue for that year

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?	No.
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?	

¹ Vesting conditions may be achieved at any time during the relevant financial year and Shares will be issued within 28 days of confirmation of achievement to the reasonable satisfaction of the Board. In all cases, vesting is also subject to the Executive remaining an employee of the Company up to the date of achievement of the relevant vesting condition.

² Budgeted gross revenue for 2022/23 to be determined and approved by the Board

³ Budgeted gross revenue for 2023/24 to be determined and approved by the Board

+ See chapter 19 for defined terms.