

# 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>Zip Co Limited</b> |
| <b>ABN</b>            | 50 139 546 428        |

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>    | Peter Gray       |
| <b>Date of last notice</b> | 22 February 2019 |

### 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 Interest                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | N/A                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| <b>Date of change</b>                                                                                                                                | 18 April 2019                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>No. of securities held prior to change</b>                                                                                                        | <ol style="list-style-type: none"><li>1. 19,291,880 Ordinary Shares</li><li>2. Performance Rights<ol style="list-style-type: none"><li>a) 203,333 Performance Rights (Exercise Price Nil, Vesting 15 February 2022 as per 2018 AGM Notice of Meeting subject to conditions, Expiry 15 February 2025)</li><li>b) 203,333 Performance Rights (Exercise Price Nil, Vesting 15 February 2023 as per 2018 AGM Notice of Meeting subject to conditions, Expiry 15 February 2025)</li><li>c) 203,334 Performance Rights (Exercise Price Nil, Vesting 15 February 2024 as per 2018 AGM Notice of Meeting subject to conditions, Expiry 15 February 2025)</li></ol></li></ol> |
| <b>Class</b>                                                                                                                                         | Fully Paid Ordinary Shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

|                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Number acquired</b>                                                                                                                                                                     | 1,490 Ordinary Shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| <b>Number disposed</b>                                                                                                                                                                     | N/A                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | \$1.53 per Ordinary Share                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>No. of securities held after change</b>                                                                                                                                                 | <ol style="list-style-type: none"> <li>1. 19,293,370 Ordinary Shares</li> <li>2. Performance Rights <ol style="list-style-type: none"> <li>d) 203,333 Performance Rights (Exercise Price Nil, Vesting 15 February 2022 as per 2018 AGM Notice of Meeting subject to conditions, Expiry 15 February 2025)</li> <li>e) 203,333 Performance Rights (Exercise Price Nil, Vesting 15 February 2023 as per 2018 AGM Notice of Meeting subject to conditions, Expiry 15 February 2025)</li> <li>f) 203,334 Performance Rights (Exercise Price Nil, Vesting 15 February 2024 as per 2018 AGM Notice of Meeting subject to conditions, Expiry 15 February 2025)</li> </ol> </li> </ol> |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | Allotment of Ordinary Shares under the Company's Share Purchase 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.

|                                                                                                                                                                                             |     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Detail of contract</b>                                                                                                                                                                   | N/A |
| <b>Nature of interest</b>                                                                                                                                                                   | N/A |
| <b>Name of registered holder (if issued securities)</b>                                                                                                                                     | N/A |
| <b>Date of change</b>                                                                                                                                                                       | N/A |
| <b>No. and class of securities to which interest related prior to change</b><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> | N/A |
| <b>Interest acquired</b>                                                                                                                                                                    | N/A |
| <b>Interest disposed</b>                                                                                                                                                                    | N/A |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>                                                                 | N/A |

+ See chapter 19 for defined terms.

|                              |     |
|------------------------------|-----|
| <b>Interest after change</b> | N/A |
|------------------------------|-----|

**Part 3 – +Closed period**

|                                                                                                                                                         |     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> 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 |

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<sup>+</sup> See chapter 19 for defined terms.