



ASX ANNOUNCEMENT

24 March 2022

Cover Note – Appendix 3Ys (Change of Director's Interest Notice)

On 18 March 2022, one of the Existing Staff Trusts sold shares in MA Financial Group Limited (MAF). As a result of the sale of shares, there was a change in the underlying beneficial interest in MAF shares in respect of each of Andrew Pridham, Julian Biggins and Christopher Wyke (Executive Directors) representing 187,818 MAF shares each.

Attached are Appendix 3Ys in respect of the three Executive Directors.

Authorised for release by Joint CEOs MA Financial Group, Christopher Wyke and Julian Biggins.

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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	MA Financial Group Limited
ABN	68 142 008 428

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.

Name of Director	Andrew Pridham
Date of last notice	2 March 2022

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 Deemed relevant interests only by virtue of section 608(3)(a) and section 608(1)(c) of the <i>Corporations Act</i> (Cth).
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	<p>As previously disclosed, Mr Pridham controls Magic TT Pty Ltd (Pre-IPO Trustee), which is the trustee of a Pre-IPO ownership trust (Trust). Accordingly, the Corporations Act deems Mr Pridham to have a relevant interest in shares held by the Pre-IPO Trustee.</p> <p>The change in interest arises as a result of:</p> <ul style="list-style-type: none">(a) a transfer of shares by the Pre-IPO Trustee to beneficiaries of the Trust, in satisfaction of their respective contractual entitlement to units in the Trust; and(b) the on-market sale of shares by the Pre-IPO Trustee on behalf of the Trust. <p>This notice is to disclose the resulting change to Mr Pridham's deemed relevant interest in shares.</p>

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Date of change	17 and 18 March 2022
No. of securities held prior to change	<p>Deemed relevant interest in 25,581,584 shares which includes:</p> <ul style="list-style-type: none"> • Restricted Shares, salary sacrifice shares and loan funded share plan shares - conferred relevant interest in 139,285 ordinary shares • Ordinary shares of 522,937 held directly by Mr Pridham or via AJA Trustee as trustee of a family trust. • Deemed relevant interest in 24,919,362 ordinary shares as a result of Mr Pridham's control of one of the two Pre-IPO ownership trusts by virtue of section 608(3)(a) and section 608(1)(c) of the Corporations Act (Cth).
Class	Ordinary shares
Number acquired	Nil
Number disposed	730,036
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	<p>\$5,467,488 (in respect of shares sold on-market by Pre-IPO Trustee)</p> <p>N/A in respect of in specie distribution</p>
No. of securities held after change	<p>Deemed relevant interest in 24,753,217 shares which includes:</p> <ul style="list-style-type: none"> • Restricted Shares, salary sacrifice shares and loan funded share plan shares - conferred relevant interest in 139,285 ordinary shares • Ordinary shares of 522,937 held directly by Mr Pridham or via AJA Trustee as trustee of a family trust. • Deemed relevant interest in 24,090,995 ordinary shares as a result of Mr Pridham's control of one of the two Pre-IPO ownership trusts by virtue of section 608(3)(a) and section 608(1)(c) of the Corporations Act (Cth). <p>Following the issue of shares, Mr Pridham's beneficial interest in MAF shares changes from 19,139,484 to 18,951,666.</p>

+ See chapter 19 for defined terms.

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	As described above under “ <i>Nature of indirect interest</i> ”
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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.

Detail of contract	
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 Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

+ See chapter 19 for defined terms.

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?	

⁺ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

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Introduced 30/09/01 Amended 01/01/11

Name of entity	MA Financial Group Limited
ABN	68 142 008 428

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.

Name of Director	Julian Biggins
Date of last notice	16 March 2022

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	No change
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	
No. of securities held prior to change	
Class	
Number acquired	
Number disposed	

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	
No. of securities held after change	
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	

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 - no change in contracts
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	<p>Shares – beneficial equity interest in 5,368,686 shares (reduced from 5,556,504) as a result of Mr Biggins' holding in the two Pre-IPO Ownership Trusts as described in the Company's prospectus dated 28 February 2017. That beneficial interest does not confer a relevant interest in any securities</p> <p>Share Rights – 28,866 share rights. The share rights do not confer a relevant interest in any securities</p>
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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?	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?	

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Change of Director's Interest Notice

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Introduced 30/09/01 Amended 01/01/11

Name of entity	MA Financial Group Limited
ABN	68 142 008 428

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.

Name of Director	Christopher Wyke
Date of last notice	16 March 2022

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	No change

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

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 - no change in contracts
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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	<p>Shares – beneficial equity interest in 5,368,686 shares (reduced from 5,556,504) as a result of Mr Wyke's holding in the two Pre-IPO Ownership Trusts as described in the Company's Prospectus dated 28 February 2017. That beneficial interest does not confer a relevant interest in any securities</p> <p>Share Rights – 29,236 share rights. The share rights do not confer a relevant interest in any securities</p>

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?	

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