

ASX Announcement

22 May 2025

NOTICE OF CHANGE IN DIRECTOR INTERESTS – MR NEIL ESPIE SMITH

Kelsian Group Limited (ASX:KLS) ('Kelsian') attaches a notice of change in director's interests for Mr Neil Espie Smith in accordance with the requirements of listing rule 3.19A.2 and as agent for the director for purposes of section 205G of the Corporations Act, 2001.

Mr Smith has advised that the change in his notifiable interests arises from a further gift of shares to a charitable foundation called the Relay Foundation which supports a range of projects including a ten-year Chair in Sustainable Transport Futures in the Institute for Transport and Logistics at the University of Sydney Business School. In addition, Mr Smith continues through his other related interests to support a range of educational and community projects in Africa.

Mr Smith has advised the company that there are no changes in the company's circumstances influencing the decision to dispose of these shares to the charitable foundation.

Authorised for lodgement with the ASX by the Company Secretary, Joanne McDonald

For further information contact:

Investor Relations

Davina Gunn, Investor Relations Manager

+61 (0) 400 896 809

investors@kelsian.com

Media

Katie Wilke, Director, Square One PR

+61 (0) 411 771 469

katie.wilke@squareonepr.com.au

ABOUT KELSIAN: www.kelsian.com

Kelsian is Australia's largest integrated multi-modal transport provider and tourism operator, with established bus operations in Australia, Singapore, USA, UK and the Channel Islands. Kelsian provides essential journeys for our customers by delivering safe and intelligent transport solutions designed to improve the sustainability and liveability of the communities we serve.

Kelsian has over 30 years' experience delivering tourism and passenger transport services. The Group is a leader in sustainable public transport as the operator of Australia's largest zero emission bus fleet and Australia's largest electrified bus depot. As at 31 December 2024, Kelsian directly employs over 12,600 people and operates over 5,800 buses, 115 vessels and 24 light rail vehicles that delivered more than 378 million customer journeys over the last year.

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	Kelsian Group Limited ("Kelsian")
ABN	49 109 078 257

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	Neil Espie Smith
Date of last notice	17 December 2024

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	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Accuro Trustees (Jersey) Ltd as trustee for the Inubia Paulista Trust (Accuro Trustees). Neil Smith is a beneficiary of the Inubia Paulista Trust and has relevant interests in shares in Kelsian through Accuro Holdings (Jersey) Ltd and Accuro Trustees. Relay (Australia) Pty Ltd (formerly Pacific Transit Pty Ltd) ABN 14 003 922 647 (Relay Australia) as trustee for The Relay Trust (Australia) (formerly Pacific Transit Trust) ABN 56 936 284 072 (Relay Trust). Neil Smith is the sole shareholder and a beneficiary of the Relay Trust.
Date of change	22 May 2025
No. of securities held prior to change	Direct: 93,856 ordinary shares. Indirect: 26,711,766 ordinary shares (Total: 26,805,622 ordinary shares)
Class	Ordinary shares

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Number acquired	Nil
Number disposed	2,500,000 shares which were disposed as a gift of shares by Relay Australia as trustee for the Relay Trust.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	Direct: 93,856 ordinary shares. Indirect: 24,211,766 ordinary shares (Total: 24,305,622 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	Gift of Kelsian shares under a Deed of Gift between Relay Australia as trustee for The Relay Trust and WG Administration Pty Ltd ACN 645 586 250 as trustee for the Relay Foundation ABN 74 383 161 477 dated 22 May 2025 (a copy of which is annexed to the Form 604 of the Smith Entities dated 22 May 2025.

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
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
Interest after change	N/A

+ 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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.