

# 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>IXUP Limited</b>
<b>ABN</b>	<b>85 612 182 368</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>	Ian Penrose
<b>Date of last notice</b>	12 April 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.

<b>Direct or indirect interest</b>	Direct & Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Vanessa Penrose (Spouse)  Dunaswood Limited (associated entity – director and shareholder)  Vanessa Penrose Individual Savings Account (ISA) (held via Citicorp Nominees Pty Limited)
<b>Date of change</b>	6 June 2024

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**Appendix 3Y**  
**Change of Director's Interest Notice**

<p><b>No. of securities held prior to change</b></p>	<p><b>Direct</b></p> <p>(a) 1,104,746 Fully paid ordinary shares</p> <p>(b) 11,00,000 Performance Rights, where:</p> <ol style="list-style-type: none"> <li>1. 5,000,000 Class A Rights where a) 2.5m Rights vest upon introduction and completion of 1 or more transactions that add an aggregate of at least A\$2.5m in revenue to the Group in any Measurement Period; b) 2.5m Rights vest upon introduction and completion of 1 or more transactions that add an aggregate of at least A\$6.5m in revenue to the Group in any Measurement Period; and c) provided that, as soon as the A\$6.5m revenue threshold above is reached or exceeded in a particular Measurement Period as a result of one or more transactions introduced, all 5m Rights vest.</li> <li>2. 6,000,000 Class B Performance Rights, upon the last to occur of each of a) the VWAP of IXUP shares trading on ASX during any rolling period of 20 continuous trading days meets or exceeds a level which is 33% higher than the closing price for IXUP shares as at the grant date; b) the Group achieves revenue of at least A\$5m in any Measurement Period; and c) the recipient has been engaged by the Group for a continuous period of 3 yrs.</li> </ol> <p>(c) 9,663 Unlisted Options EX \$0.10, Expiring 04/09/2025</p> <p>(d) 6,891,360 Fully paid ordinary shares [directly beneficially held in ISA through custodian, Citicorp Nominees Pty Limited]</p> <p>(e) 88,921 Unlisted Options EX \$0.10, Expiring 04/09/2025 [directly beneficially held in ISA through custodian, Citicorp Nominees Pty Limited]</p> <p>(f) 0 Unlisted Options EX \$0.03, Expiring 31/05/2027</p> <p><b>Indirect</b></p> <p><u>Vanessa Penrose</u></p> <p>(g) 278,391 Fully paid ordinary shares</p> <p>(h) 2,451 Unlisted Options EX \$0.10, Expiring 04/09/2025</p> <p><u>Dunaswood Limited</u></p> <p>(i) 1,288,617 Fully paid ordinary shares</p> <p>j) 15,000,000 unlisted options, each exercisable at \$0.06 per option expiring 16 December 2024</p> <p>(k) 16,667 Unlisted Options EX \$0.10, Expiring 04/09/2025</p> <p><u>Vanessa Penrose ISA</u></p> <p>(l) 1,751,928 Fully paid ordinary shares</p> <p>(m) 22,606 Unlisted Options EX \$0.10, Expiring 04/09/2025</p>
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<b>Class</b>	(f) Unlisted Options EX \$0.03, Expiring 31/05/2027
<b>Number acquired</b>	(f) 25,000,000 Unlisted Options EX \$0.03, Expiring 31/05/2027
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil

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<p><b>No. of securities held after change</b></p>	<p><b>Direct</b></p> <p>(b) 1,104,746 Fully paid ordinary shares</p> <p>(b) 11,00,000 Performance Rights, where:</p> <ol style="list-style-type: none"> <li>1. 5,000,000 Class A Rights where a) 2.5m Rights vest upon introduction and completion of 1 or more transactions that add an aggregate of at least A\$2.5m in revenue to the Group in any Measurement Period; b) 2.5m Rights vest upon introduction and completion of 1 or more transactions that add an aggregate of at least A\$6.5m in revenue to the Group in any Measurement Period; and c) provided that, as soon as the A\$6.5m revenue threshold above is reached or exceeded in a particular Measurement Period as a result of one or more transactions introduced, all 5m Rights vest.</li> <li>2. 6,000,000 Class B Performance Rights, upon the last to occur of each of a) the VWAP of IXUP shares trading on ASX during any rolling period of 20 continuous trading days meets or exceeds a level which is 33% higher than the closing price for IXUP shares as at the grant date; b) the Group achieves revenue of at least A\$5m in any Measurement Period; and c) the recipient has been engaged by the Group for a continuous period of 3 yrs.</li> </ol> <p>(c) 9,663 Unlisted Options EX \$0.10, Expiring 04/09/2025</p> <p>(d) 6,891,360 Fully paid ordinary shares [directly beneficially held in ISA through custodian, Citicorp Nominees Pty Limited]</p> <p>(e) 88,921 Unlisted Options EX \$0.10, Expiring 04/09/2025 [directly beneficially held in ISA through custodian, Citicorp Nominees Pty Limited]</p> <p>(f) 25,000,000 Unlisted Options EX \$0.03, Expiring 31/05/2027</p> <p><b>Indirect</b></p> <p><u>Vanessa Penrose</u></p> <p>(g) 278,391 Fully paid ordinary shares</p> <p>(h) 2,451 Unlisted Options EX \$0.10, Expiring 04/09/2025</p> <p><u>Dunaswood Limited</u></p> <p>(i) 1,288,617 Fully paid ordinary shares</p> <p>j) 15,000,000 unlisted options, each exercisable at \$0.06 per option expiring 16 December 2024</p> <p>(k) 16,667 Unlisted Options EX \$0.10, Expiring 04/09/2025</p> <p><u>Vanessa Penrose ISA</u></p> <p>(l) 1,751,928 Fully paid ordinary shares</p> <p>(m) 22,606 Unlisted Options EX \$0.10, Expiring 04/09/2025</p>
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<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 Unlisted Options following receipt of Shareholder approval at the EGM on 5 June 2024.
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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.

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

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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