

2 February 2022

## CHANGE OF DIRECTOR'S INTEREST NOTICE AND NOTICE OF INITIAL SUBSTANTIAL HOLDER

DRA Global Limited (ASX: DRA) ('DRA' or 'the Company') releases a Change of Director's Interest Notice (Appendix 3Y) attached to this announcement for Andrew Naudé regarding an increase in his direct and indirect shareholdings pursuant to restructuring his shareholding and distributions from a discretionary trust.

The late lodgement of the Notice is due to delays in receiving confirmation from South African authorities regarding the date of settlement on the South African register of certain of the trades detailed in the Notice.

DRA has appropriate procedures set out in its Securities Trading Standard and Market Disclosure and Communications Framework to meet its obligations for reporting changes in directors' interests to the ASX. The Company Secretary has reviewed DRA's reporting procedures including communications with South African authorities to receive timely settlement confirmations, and considers that DRA's reporting procedures continue to be sufficient for DRA to ensure compliance with ASX Listing Rules 3.19A and 3.19B.

A Notice of Initial Substantial Holder for Andrew Naudé is also attached to this announcement.

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*This announcement was approved for release by Ben Secrett, Company Secretary.*

For further information, please contact:

**Investor queries:**

**Haydn von Maltitz**

Head of Corporate Affairs – DRA Global

Ph: +61 8 6163 5939

[shareholders@draglobal.com](mailto:shareholders@draglobal.com)

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### About DRA Global Limited

DRA Global Limited (ASX: DRA | JSE: DRA) (DRA or the Company) is a multi-disciplinary consulting, engineering, project delivery and operations management group predominantly focused on the mining and minerals resources sector. DRA has an extensive global track record, spanning more than three decades and more than 7,500 studies and projects as well as operations, maintenance and optimisation solutions across a wide range of commodities.

DRA has expertise in mining, minerals and metals processing and related non-process infrastructure including sustainability, water and energy solutions for the mining industry. DRA delivers advisory, engineering and project delivery services throughout the capital project lifecycle from concept through to operational readiness and commissioning as well as ongoing operations, maintenance and shutdown services.

DRA, headquartered in Perth, Australia, services its global customer base through 20 offices across Asia-Pacific, North and South America, Europe, Middle East and Africa.

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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

<b>Name of entity</b>	DRA Global Limited
<b>ABN</b>	75 622 581 935

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>	Andrew Naudé
<b>Date of last notice</b>	1 October 2021
<b>Date of this notice</b>	2 February 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.

<b>Direct or indirect interest</b>	a) Direct b) Indirect c) Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	b) Inyaninga Investments Pty Ltd – shareholder in company c) Jamijen Holdings Pty Ltd – director of and shareholder in company
<b>Date of change</b>	a) 19 January 2022 b) 19 January 2022 c) 25 January 2022

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<b>No. of securities held prior to change</b>	<p>a) 213,027 fully paid ordinary shares (held subject to voluntary escrow until release of DRA Global's FY2021 full year financial results to the ASX)</p> <p>203,420 unquoted options (\$0.00, 31 March 2025)</p> <p>212,370 unquoted options (\$0.00, 31 March 2026)</p> <p>b) 1,004,069 fully paid ordinary shares (held subject to voluntary escrow until release of DRA Global's FY2021 full year financial results to the ASX)</p> <p>c) Nil</p>
<b>Class</b>	Fully paid ordinary shares
<b>Number acquired</b>	<p>a) 617,952 fully paid ordinary shares</p> <p>c) 2,695,539 fully paid ordinary shares</p>
<b>Number disposed</b>	b) 1,004,069 fully paid ordinary shares
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	<p>a) R20,633,417.28</p> <p>b) R33,652,403.91</p> <p>c) Nil</p>
<b>No. of securities held after change</b>	<p>a) 830,979 fully paid ordinary shares (830,979 held subject to voluntary escrow until release of DRA Global's FY2021 full year financial results to the ASX)</p> <p>203,420 unquoted options (\$0.00, 31 March 2026)</p> <p>212,370 unquoted options (\$0.00, 31 March 2026)</p> <p>b) Nil</p> <p>c) 2,695,539 fully paid ordinary shares (held subject to voluntary escrow until release of DRA Global's FY2021 full year financial results to the ASX)</p>

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<p><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</p>	<p>a) Off-market trade – from Inyaninga Investments as part of a restructuring of Andrew Naudé's holdings.</p> <p>b) Off-market trades – to Andrew Naudé as part of a restructuring of his holdings, and transfers to other DRA Global employees to promote share ownership.</p> <p>c) Off-market trade – received as a result of a distribution of DRA Global shares from VMF Investments Limited to beneficiaries of the VMF Investment Trust, a discretionary trust controlled and administered by an independent trustee, Juris Tax Ltd. VMF Investment Trust is the sole shareholder of VMF Investments Limited. Jamijen Holdings Pty Ltd is one of multiple beneficiaries of the VMF Investment Trust.</p>
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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>	Not applicable
<b>Nature of interest</b>	Not applicable
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>Date of change</b>	Not applicable
<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	Not applicable
<b>Interest acquired</b>	Not applicable
<b>Interest disposed</b>	Not applicable
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	Not applicable
<b>Interest after change</b>	Not applicable

+ See chapter 19 for defined terms.

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**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>	Yes  Delays associated with the processing of South African securities transfer tax payments and in effecting the transfers on DRA's South African share register resulted in the above trades being finalised during a DRA Global 'closed period'.
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	Yes
<b>If prior written clearance was provided, on what date was this provided?</b>	17 December 2021

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**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme DRA Global Limited

ACN/ARSN 622 581 935

**1. Details of substantial holder (1)**

Name Andrew Naude

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 25/01/2022

**2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Fully paid ordinary shares	3,526,518	3,526,518	6.51%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Andrew Naude	Registered holder under s608(1)(a) of the Corporations Act 2001 (Cth).	830,979 fully paid ordinary shares
Andrew Naude and Jennifer Naude	Relevant interest under s608(3)(a) and/or s608(3)(b) of the Corporations Act 2001 (Cth), being a relevant interest held through Jamijen Holdings Pty Ltd in which the person's voting power is more than 20% or that the person controls.	2,695,539 fully paid ordinary shares

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Andrew Naude	Andrew Naude	N/A	830,979 fully paid ordinary shares
Andrew Naude and Jennifer Naude	Jamijen Holdings Pty Ltd	N/A	2,695,539 fully paid ordinary shares

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Andrew Naude	19/01/2022	R20,633,417.28	-	617,952 fully paid ordinary shares
Andrew Naude and Jennifer Naude	25/01/2022	-	-	2,695,539 fully paid ordinary shares

## 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

## 7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Andrew Naude and Jennifer Naude	C/- DRA Global Limited, Level 8, 256 Adelaide Terrace, Perth WA 6000
Jamijen Holdings Pty Ltd	C/- DRA Global Limited, Level 8, 256 Adelaide Terrace, Perth WA 6000

## Signature

print name	Andrew Naude	capacity	Individual
sign here		date	01/02/2022

### DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown."
- (9) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.