

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	Roto-Gro International Limited
ABN	84 606 066 059

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	Michael Di Tommaso
Date of last notice	12 October 2021

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 (j) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	N/A
Date of change	24 December 2021
No. of securities held prior to change	300,000 fully paid ordinary shares
Class	Unquoted Options
Number acquired	<p>14,000,000 unquoted options exercisable at A\$0.06 on or before 24 December 2024.</p> <p>2,500,000 unquoted options exercisable at A\$0.03 if the share price reaches A\$0.06 on or before 31 December 2022.</p> <p>2,500,000 unquoted options exercisable at A\$0.03 if the share price reaches A\$0.09 on or before 31 December 2022.</p> <p>2,500,000 unquoted options exercisable at A\$0.03 if the share price reaches A\$0.12 on or before 31 December 2023.</p>

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	<p>2,500,000 unquoted options exercisable at A\$0.03 if the share price reaches A\$0.15 on or before 31 December 2023.</p> <p>3,000,000 unquoted options exercisable at A\$0.03 if the share price reaches A\$0.20 on or before 31 December 2024.</p>
Number disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	The unquoted options are being issued for nil consideration pursuant to the Company's Employee Incentive Plan, as approved by shareholders on 15 December 2021.
No. of securities held after change	<p>300,000 fully paid ordinary shares.</p> <p>14,000,000 unquoted options exercisable at A\$0.06 on or before 24 December 2024.</p> <p>2,500,000 unquoted options exercisable at A\$0.03 if the share price reaches A\$0.06 on or before 31 December 2022.</p> <p>2,500,000 unquoted options exercisable at A\$0.03 if the share price reaches A\$0.09 on or before 31 December 2022.</p> <p>2,500,000 unquoted options exercisable at A\$0.03 if the share price reaches A\$0.12 on or before 31 December 2023.</p> <p>2,500,000 unquoted options exercisable at A\$0.03 if the share price reaches A\$0.15 on or before 31 December 2023.</p> <p>3,000,000 unquoted options exercisable at A\$0.03 if the share price reaches A\$0.20 on or before 31 December 2024.</p>
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Issue of unquoted options under the Company's Employee Incentive 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.

Detail of contract	N/A
Nature of interest	N/A

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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
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

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

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