

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: Megaport Limited (Megaport)
ACN: 607 301 959

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	Vincent John English (Vincent English)
Date of last notice	30 October 2018

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.	Siobhan English (spouse of Vincent English) is the registered holder of 23,482 fully paid ordinary shares in Megaport Dylan English (son of Vincent English) is the registered holder of 19,632 fully paid ordinary shares in Megaport
Date of change	29 November 2018
No. of securities held prior to change	Direct: 94,149 fully paid ordinary shares, and 533,333 options over fully paid ordinary shares Indirect: 43,114 fully paid ordinary shares
Class	ORD
Number acquired	2,000,000 options over fully paid ordinary shares
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Consideration – Nil Value – \$7,200,000 (being the exercise price payable on exercise of the 2,000,000 options (\$3.60 per option), assuming all 2,000,000 options are exercised)
No. of securities held after change	Direct: 94,149 fully paid ordinary shares, and 2,533,333 options over fully paid ordinary shares Indirect: 43,114 fully paid ordinary shares

+ See chapter 19 for defined terms.

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of options granted with shareholder approval (obtained at Megaport's 2018 annual general meeting held on Friday, 23 November 2018) under Megaport's Employee Share Option Plan
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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	Not Applicable
Nature of interest	Not Applicable
Name of registered holder (if issued securities)	Not Applicable
Date of change	Not Applicable
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	Not Applicable
Interest acquired	Not Applicable
Interest disposed	Not Applicable
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Not Applicable
Interest after change	Not Applicable

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?	Not Applicable
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not Applicable
If prior written clearance was provided, on what date was this provided?	Not Applicable

⁺ See chapter 19 for defined terms.