

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

**Notice of initial substantial holder**

To Company Name/Scheme Maas Group Holdings Limited (MGH)

ACN/ARSN 632 994 542

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

Name David Michael Rooke and Leesa Rooke

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

The holder became a substantial holder on Prior to MGH becoming a listed company

**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 (Shares)	19,236,009	19,236,009	7.26%

**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
David Rooke	Shares held by Rookharp Holdings Pty Ltd as trustee for the Rooke Family Trust – relevant interest under sections 608(1)(b) and (c) of the Corporations Act.	1,253,305 Shares
	Shares held by David Michael Rooke – relevant interest under section 608(1)(a) of the Corporations Act.	3,116,564 Shares
	Shares held by Rooke Investments Pty Ltd – relevant interest under sections 608(1)(b) and (c) and 608(3)(b) of the Corporations Act.	6,062,006 Shares
	Rookharp Capital Pty Limited – relevant interest under sections 608(1)(b) and (c) of the Corporations Act.	4,083,334 Shares
Leesa Rooke	Shares held by Leesa Rooke – relevant interest under section 608(1)(a) of the Corporations Act.	4,720,800 Shares
	Shares held by Rooke Investments Pty Ltd – relevant interest under sections 608(1)(b) and (c) and 608(3)(b) of the Corporations Act.	6,062,006 Shares

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#### 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
David Michael Rooke	Rookharp Holdings Pty Ltd as trustee for the Rooke Family Trust	Rookharp Holdings Pty Ltd as trustee for the Rooke Family Trust	1,253,305 Shares
David Michael Rooke	David Michael Rooke	David Michael Rooke	3,116,564 Shares
David Michael Rooke	Rookharp Capital Pty Limited	Rookharp Capital Pty Limited	4,083,334 Shares
Leesa Rooke	Leesa Rooke	Leesa Rooke	4,720,800 Shares
David Rooke and Leesa Rooke	Rooke Investments Pty Ltd	Rooke Investments Pty Ltd	6,062,006 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	
N/A				

#### 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
David Michael Rooke and Leesa Rooke	David Michael Rooke and Leesa Rooke are associates for the purposes of section 12(2)(c) of the <i>Corporations Act 2001</i> (Cth).

#### 7. Addresses

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

Name	Address
David Michael Rooke	Lincoln Partners Dubbo Unit 3 148 Brisbane Street Dubbo NSW
Leesa Rooke	
Rookharp Holdings Pty Ltd as trustee for the Rooke Family Trust	
Rooke Investments Pty Ltd	
Rookharp Capital Pty Limited	

**Signature**

print name David Michael Rooke

Leesa Rooke

capacity Individuals

sign here

*DM* *Leesa Rooke*

date 4/12/20