

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: Maas Group Holdings Limited
ABN: 84 632 994 542

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	Wesley Jon Maas
Date of last notice	14/12/2021

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 (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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<p>W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust – relevant interest under sections 608(1)(b) and (c) and 608(3)(b) of the Corporations Act.</p> <p>EMS Invest Pty Ltd as trustee for the EMS Invest Trust - relevant interest under sections 608(1)(b) and (c) and 608(3)(b) of the Corporations Act.</p> <p>Emma Margaret Maas - relevant interest under sections 608(1)(b) and (c) and 608(3)(b) of the Corporations Act.</p> <p>HSBC Custody Nominees (Australia) Ltd (as nominee and custodian for shares beneficially owned by W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust).</p> <p>Relevant interest in securities that Maas Group Holdings Limited (MGH) has the power to control disposal under sections 608(1)(c) and 608(3)(a) of the Corporations Act. Registered holders of those securities that MGH has a relevant interest in are disclosed in MGH's ASIC Form 604 dated 14 December 2021.</p>
Date of change	19/04/2022 and 22/04/2022

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<p>No. of securities held prior to change</p> <p>Wesley Jon Maas</p> <p>W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust</p> <p>EMS Invest Pty Ltd as trustee for the EMS Invest Trust</p> <p>Emma Margaret Maas</p> <p>HSBC Custody Nominees (Australia) Ltd</p> <p>Total</p> <p>Securities over which Maas Group Holdings Limited has the power to control disposal under sections 608(1)(c) and 608(3)(a) of the Corporations Act. Registered holders of those securities are disclosed in MGH's ASIC Form 604 of 08/07/2021 together with the other registered holders for escrowed securities issued since 8/07/2021 noted above.</p> <p>TOTAL</p>	<p>15,409,065 ordinary shares</p> <p>75,978,452 ordinary shares</p> <p>14,257,703 ordinary shares</p> <p>41,349,267 ordinary shares</p> <p>8,443,044 ordinary shares</p> <p>155,437,531 ordinary shares</p> <p>49,207,243 ordinary shares (which for the avoidance of doubt excludes any of those shares listed above that are still subject to voluntary escrow over which Maas Group Holdings Limited also has the power to control disposal)</p> <p>204,644,774 ordinary shares</p>
<p>Class</p> <p>Total Number acquired</p> <p>Wesley Jon Maas</p> <p>W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust</p> <p>EMS Invest Pty Ltd as trustee for the EMS Invest Trust</p> <p>Emma Margaret Maas</p> <p>HSBC Custody Nominees (Australia) Ltd</p>	<p>Fully paid ordinary shares</p> <p>-</p> <p>-</p> <p>-</p> <p>-</p> <p>2,625,508</p>
<p>Number disposed</p>	<p>N/A</p>
<p>Value/Consideration</p> <p>Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$2,939,887.60 – DRP</p> <p>\$9,460,000.00 – Off market acquisition</p>
<p>No. of securities held after change</p> <p>Wesley Jon Maas</p> <p>W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust</p> <p>EMS Invest Pty Ltd as trustee for the EMS Invest Trust</p>	<p>15,409,065 ordinary shares</p> <p>75,978,452 ordinary shares</p> <p>14,257,703 ordinary shares</p>

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Emma Margaret Maas	41,349,267 ordinary shares
HSBC Custody Nominees (Australia) Ltd	11,068,552 ordinary shares
Total	158,063,039 ordinary shares
Securities over which Maas Group Holdings Limited has the power to control disposal under sections 608(1)(c) and 608(3)(a) of the Corporations Act. Registered holders of those securities are disclosed in MGH's ASIC Form 604 of 14 December 2021.	49,207,243 (which for the avoidance of doubt excludes any of those shares listed above that are still subject to voluntary escrow over which Maas Group Holdings Limited also has the power to control disposal)
TOTAL	207,270,282 ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	625,508 ordinary shares - Participation in MGH Dividend Reinvestment Plan. 2,000,000 ordinary shares – Off Market Acquisition

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	Master Loan Agreement and Deed of Security
Nature of interest	W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust has entered into a Master Loan Agreement and Deed of Security in respect of a portion of its shareholding in MAAS Group Holdings Ltd. The loan facility provides W & E Maas Holdings Pty Ltd as trustee for the Maas Family Trust with an ability to borrow against the value of the MAAS Group Holdings Ltd shares held as collateral pursuant to the Deed of Security. The term of the loan facility is 3 years.
Name of registered holder (if issued securities)	HSBC Custody Nominees (Australia) Ltd
Date of change	19/04/2022 and 22/04/2022
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	8,443,044 ordinary shares
Interest acquired	2,625,508 ordinary shares
Interest disposed	N/A

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Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	Facility now relates to 11,068,552 ordinary shares with provision for further loan tranches.

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?	YES – off market acquisition of 2,000,000 ordinary shares
If so, was prior written clearance provided to allow the trade to proceed during this period?	YES
If prior written clearance was provided, on what date was this provided?	20/04/2022

⁺ See chapter 19 for defined terms.