

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	Zip Co Limited
ABN	50 139 546 428

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	Peter Gray
Date of last notice	6 June 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.

Direct or indirect interest	Direct and Indirect Interests
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	ZIP Co Employee Share a/c CPU Share Plans Pty Ltd
Date of change	30 December 2022

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No. of securities held prior to change	DIRECT		
	1.	17,863,556 Ordinary Shares (of which 20,270 held through Citicorp Nominees Pty Limited)	
	2.	Performance Rights	
	(a)	203,333	Performance Rights (Exercise Price Nil, Vested 15 February 2022 as per 2018 AGM Notice of Meeting subject to conditions, Expiry 15 February 2025)
	(b)	203,333	Performance Rights (Exercise Price Nil, Vesting 15 February 2023 as per 2018 AGM Notice of Meeting subject to conditions, Expiry 15 February 2025)
	(c)	203,334	Performance Rights (Exercise Price Nil, Vesting 15 February 2024 as per 2018 AGM Notice of Meeting subject to conditions, Expiry 15 February 2025)
	(d)	4,860	Performance Rights (Exercise Price Nil Vesting 8 March 2023 as per 2018 AGM Notice of Meeting subject to conditions, Expiry N/A as Automatic exercise)
	(e)	4,860	Performance Rights (Exercise Price Nil Vesting 8 March 2024 as per 2018 AGM Notice of Meeting subject to conditions, Expiry N/A as Automatic exercise)
	(f)	4,859	Performance Rights (Exercise Price Nil Vesting 8 March 2025 as per 2018 AGM Notice of Meeting subject to conditions, Expiry N/A as Automatic exercise)
	(g)	101,260	Performance Rights (Exercise Price Nil, Vesting 15 September 2024 subject to performance conditions, Expiry 30 November 2027)
	(h)	21,146	Performance Rights (Exercise Price Nil, Vesting 8 March 2023, Expiry 8 March 2028)
	(i)	21,147	Performance Rights (Exercise Price Nil, Vesting 8 March 2024, Expiry 8 March 2028)
	(j)	21,147	Performance Rights (Exercise Price Nil, Vesting 8 March 2025, Expiry 8 March 2028)
	(k)	21,147	Performance Rights (Exercise Price Nil, Vesting 8 March 2026, Expiry 8 March 2028)
	INDIRECT		
	ZIP Co Employee Share a/c CPU Share Plans Pty Ltd		
3.	53,054 Ordinary Shares		

+ See chapter 19 for defined terms.

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Class	DIRECT Fully Paid Ordinary
Number acquired	DIRECT 200,000
Number disposed	DIRECT 0
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	DIRECT \$101,980.00 or \$0.5099 per share

+ See chapter 19 for defined terms.

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<p>No. of securities held after change</p>	<p>DIRECT</p> <ol style="list-style-type: none"> 1. 18,063,556 Ordinary Shares (of which 20,270 held through Citicorp Nominees Pty Limited) 2. Performance Rights <ol style="list-style-type: none"> (a) 203,333 Performance Rights (Exercise Price Nil, Vested 15 February 2022 as per 2018 AGM Notice of Meeting subject to conditions, Expiry 15 February 2025) (b) 203,333 Performance Rights (Exercise Price Nil, Vesting 15 February 2023 as per 2018 AGM Notice of Meeting subject to conditions, Expiry 15 February 2025) (c) 203,334 Performance Rights (Exercise Price Nil, Vesting 15 February 2024 as per 2018 AGM Notice of Meeting subject to conditions, Expiry 15 February 2025) (d) 4,860 Performance Rights (Exercise Price Nil Vesting 8 March 2023 as per 2018 AGM Notice of Meeting subject to conditions, Expiry N/A as Automatic exercise) (e) 4,860 Performance Rights (Exercise Price Nil Vesting 8 March 2024 as per 2018 AGM Notice of Meeting subject to conditions, Expiry N/A as Automatic exercise) (f) 4,859 Performance Rights (Exercise Price Nil Vesting 8 March 2025 as per 2018 AGM Notice of Meeting subject to conditions, Expiry N/A as Automatic exercise) (g) 101,260 Performance Rights (Exercise Price Nil, Vesting 15 September 2024 subject to performance conditions, Expiry 30 November 2027) (h) 21,146 Performance Rights (Exercise Price Nil, Vesting 8 March 2023, Expiry 8 March 2028) (i) 21,147 Performance Rights (Exercise Price Nil, Vesting 8 March 2024, Expiry 8 March 2028) (j) 21,147 Performance Rights (Exercise Price Nil, Vesting 8 March 2025, Expiry 8 March 2028) (k) 21,147 Performance Rights (Exercise Price Nil, Vesting 8 March 2026, Expiry 8 March 2028) <p>INDIRECT</p> <p>ZIP Co Employee Share a/c CPU Share Plans Pty Ltd</p> <ol style="list-style-type: none"> 3. 53,054 Ordinary Shares
<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></p>	<p>On-market purchase.</p>

+ See chapter 19 for defined terms.

Part 2 – Change of director's interests in contracts

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.

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

⁺ See chapter 19 for defined terms.