

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	Ai-Media Technologies Limited
ABN	12 122 058 708

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	John Martin
Date of last notice	21 February 2023

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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	7 September 2023
No. of securities held prior to change	Direct: 49,150 Ordinary Shares 97,972 Restricted Share Units (RSU) Indirect: 1,276,669 Ordinary Shares
Class	Ordinary Shares
Number acquired	97,972 Ordinary Shares
Number disposed	N/A

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	As detailed in the Change of Director's interest Notice lodged on 21 February 2023, 97,972 RSUs were granted to Mr Martin in connection with the Director's FY23 equity-based remuneration – the RSUs were issued in lieu of \$25,000 of cash fees at an effective issue price of \$0.255 per RSU, calculated based on the volume weighted average price of Shares traded on ASX for the last 10 trading days of FY22.
No. of securities held after change	Direct: 147,122 Ordinary Shares Indirect: 1,276,669 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	Conversion of 97,972 RSUs acquired in connection with the director's FY23 equity-based remuneration in accordance with an ASX waiver from Listing Rule 10.14 (as disclosed in section 6.3.1.5 of the Company's prospectus). <u>Note:</u> for FY24 and onwards, the board has resolved to conclude the Company's RSU plan for non-executive directors and all future director remuneration will be paid to Mr Martin in cash including the equivalent annual value of the RSU grant (\$25,000).

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	
Name of registered holder (if issued securities)	
Date of change	
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	

+ See chapter 19 for defined terms.

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

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?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.