

9 November 2021

ASX Announcement

Change in Director Interests

GWR Group Limited (the Company) (ASX:GWR) confirms a change to Directors interests. An Appendix 3Y is appended for immediate release.

The Company advises it is aware of its listing rule obligations in relation to these disclosures and specifically listing rules 3.19A and 3.19B. In this respect the Company makes the following statements about the attached Appendix 3Y.

1. The Appendix 3Y is being filed to update a director disclosure;
2. The Company has informed all Directors of the disclosure requirements set out in the listing rules 3.19, 3.19B and s 205G of the Corporations Act. In addition the Company has adopted a Securities Trading Policy which has been disclosed to the market and outlines the requirements for disclosure and approval of all securities trading; and
3. The Company is confident that the arrangements it currently has in place are adequate and doesn't believe that any additional steps are required to ensure ongoing compliance with listing rule 3.19B.

This ASX announcement was authorised for release by Mark Pitts, Company Secretary of GWR Group Limited

For further information please contact:

Gary Lyons
Chairman

David Utting
David Utting Corporate
Ph: +61 416187462

Mark Pitts
Company Secretary

E: garylions@heiniger.com.au

E: david@davidutting.com

E: markp@endeavourcorp.com.au

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	GWR Group Limited
ABN	54 102 622 051

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	Tien Seng <u>Law</u> (surname underlined)
Date of last notice	22 December 2020

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	Indirect and direct
<p>Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small></p>	<p><u>Antelle Holding Ltd ("Antelle")</u> Tan Sri Dato Tien Seng Law and Saw Geok Ngor, the wife of Tien Seng Law each hold more than 20% of the voting power of the issued and paid-up share capital of Antelle Holding Limited.</p> <p><u>Wynnes Investment Holding Limited ("Wynnes")</u> Tan Sri Dato Tien Seng Law and Saw Geok Ngor, the wife of Tien Seng Law each hold more than 20% of the voting power of the issued and paid-up share capital of Wynnes Investment Holding Limited.</p> <p><u>HSBC Custody Nominees (Australia) Limited ("HSBC")</u> Tan Sri Dato Tien Seng Law holds a beneficial interest in a number of securities held in the name of HSBC Custody Nominees (Australia) Limited</p> <p><u>Citicorp Nominees Pty Ltd</u> Tan Sri Dato Tien Seng Law holds a beneficial interest in a number of securities held in the name of Citicorp Nominees Pty Ltd</p>
Date of change	25 August 2021

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held prior to changes	<u>Direct</u> 4,000,000 Ordinary shares <u>Indirect – Wynnes</u> 2,570,687 Ordinary shares <u>Indirect – HSBC</u> 26,861,392 Ordinary shares
Class	Ordinary Shares
Number acquired	11,900,000 Ordinary Shares
Number disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.18 each
No. of securities held after change	<u>Direct</u> 4,000,000 Ordinary shares <u>Indirect – Wynnes</u> 2,570,687 Ordinary shares <u>Indirect – HSBC</u> 26,861,392 Ordinary shares <u>Indirect – Citicorp</u> 11,900,000 Ordinary shares
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>	Off Market Purchase

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	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

+ See chapter 19 for defined terms.

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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.