



28 December 2021

ASX Announcement

Change in Directors' Interests

GWR Group Ltd (ASX:GWR) ("GWR" or the "Company") advises changes to Directors' Interests as disclosed in the four attached appendix 3Ys for Mr Gary Lyons, Tan Sri Dato Tien Seng Law, Datuk Chin An Lau and Mr Kong Leng (Jimmy) Lee.

This announcement has been authorised for issue by Mr Mark Pitts, Company Secretary, GWR Group Ltd.

ENDS

Mark Pitts
Company Secretary

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 | Gary Lyons |
| Date of last notice | 30 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 |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | Lyons Super Fund (Mr Lyons is a beneficiary) |
| Date of change | 20 December 2021 |
| No. of securities held prior to changes | 6,000,000 Ordinary shares |
| Class | Ordinary Shares |
| Number acquired | 276,408 Ordinary Shares |
| Number disposed | Nil |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | In lieu of fees totalling \$67,500 |
| No. of securities held after change | 6,276,408 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 | Receipt of shares in lieu of outstanding director's fees. |

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.

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

| | |
|---|-----|
| 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.

Appendix 3Y

Change of Director's Interest Notice

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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 | 9 November 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 | Indirect (shares) and direct (options) |
|--|---|
| <p>Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.</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 Ltd.</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> |

+ See chapter 19 for defined terms.

Appendix 3Y Change of Director's Interest Notice

| | |
|---|---|
| Date of change | 20 December 2021 |
| 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 <u>Indirect – Citicorp</u> 11,900,000 Ordinary shares |
| Class | Ordinary Shares |
| Number acquired | 168,915 Ordinary Shares |
| Number disposed | Nil |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | In lieu of fees totalling \$41,250 |
| No. of securities held after change | <u>Direct</u> 4,000,000 Ordinary shares <u>Indirect – Wynnes</u> 2,739,602 Ordinary shares <u>Indirect – HSBC</u> 26,861,392 Ordinary shares <u>Indirect – Citicorp</u> 11,900,000 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 | Receipt of shares in lieu of outstanding director's fees. |

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 |

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

| | |
|---|-----|
| 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.

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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 | Datuk Chin An <u>Lau</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 (shares) and direct (shares/options) |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | The registered holder of the shares is Ms Nyok Yen <u>Woon</u> , who is the wife of Datuk Chin An <u>Lau</u> . Pursuant to Section 608(3) of the Corporation Act 2001, Datuk Chin An <u>Lau</u> has a relevant interest in securities held by Ms Nyok Yen <u>Woon</u> . |
| Date of change | 20 December 2021 |
| No. of securities held prior to changes | <u>Direct</u> : 6,570,687 Ordinary shares <u>Indirect - Ms Nyok Yen Woon</u> : 195,000 Ordinary Shares |
| Class | Ordinary Shares |
| Number acquired | 168,915 Ordinary Shares |
| Number disposed | Nil |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | In lieu of fees totalling \$41,250 |

+ See chapter 19 for defined terms.

Appendix 3Y Change of Director's Interest Notice

| | |
|---|---|
| No. of securities held after change | <u>Direct:</u> 6,739,602 Ordinary shares <u>Indirect - Ms Nyok Yen Woon:</u> 195,000 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 | Receipt of shares in lieu of outstanding director's fees. |

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 Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| Interest acquired | N/A |
| Interest disposed | N/A |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | 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 |

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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 | Kong Leng <u>Lee</u> (Jimmy) (surname underlined) |
| Date of last notice | 23 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 | 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 | 20 December 2021 |
| No. of securities held prior to changes | 4,682,772 Ordinary shares |
| Class | Ordinary Shares |
| Number acquired | 168,915 Ordinary Shares |
| Number disposed | Nil |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | In lieu of fees totalling \$41,250 |
| No. of securities held after change | 4,851,687 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 | Receipt of shares in lieu of outstanding director's fees. |

Part 2 – Change of director's interests in contracts

+ See chapter 19 for defined terms.

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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 Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| Interest acquired | N/A |
| Interest disposed | N/A |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | 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 |

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