

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 OFX Group Limited
ABN 12 165 602 273

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 Alexander Malcolm
Date of last notice	1 June 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.	
Date of change	7 June 2020 (forfeiture of shares under Executive Share Plan) 11 June 2020 (grant of shares upon vesting of Performance Rights)
No. of securities held prior to change	301,060 fully paid ordinary shares 3,370,532 fully paid ordinary shares subject to vesting conditions pursuant to the OFX Group Limited Executive Share Plan 134,810 Performance Rights – subject to vesting conditions pursuant to the terms of the OFX Group Limited Global Equity Plan
Class	Fully paid ordinary shares

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Number acquired	134,810 fully paid ordinary shares were granted on 11 June 2020 upon vesting of Performance Rights granted pursuant to the OFX Group Limited Global Equity Plan and Short Term Incentive Plan as deferred equity for performance in FY19.
Number disposed	1,877,166 fully paid ordinary shares granted pursuant to the OFX Group Limited Executive Share Plan in FY18 were forfeited on 7 June 2020 in accordance with the terms of the Executive Share Plan.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	<p>Non-cash.</p> <p>Issue price for Performance Rights (when granted in 2019): \$A1.56178 (VWAP of 5 trading days prior to but not including 11 June 2019).</p> <p>When 1,877,166 ordinary shares were issued pursuant to the Executive Share Plan in FY18, a non-recourse loan of \$3,397,670 was granted to Mr Malcolm. This loan is extinguished upon forfeiture of the shares in accordance with the terms of the Executive Share Plan.</p>
No. of securities held after change	<p>301,060 fully paid ordinary shares</p> <p>134,810 fully paid ordinary shares subject to restrictions on transfer until 11 June 2021 in accordance with the terms of the OFX Group Limited Global Equity Plan and Short Term Incentive Plan</p> <p>1,493,366 fully paid ordinary shares subject to vesting conditions pursuant to the OFX Group Limited Executive Share Plan</p>

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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>	Grant of 134,810 fully paid ordinary shares upon vesting on 11 June 2020 of performance rights issued in accordance with the OFX Group Limited Global Equity Plan and Short Term Incentive Plan as deferred equity for performance in FY19. 1,877,166 fully paid ordinary shares granted pursuant to the OFX Group Limited Executive Share Plan in FY18 were forfeited on 7 June 2020 in accordance with the terms of the Executive Share Plan
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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	
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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
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?	Acquired during a permitted trading window
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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?	

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