

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	Comms Group Limited
ABN	64 619 196 539

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	Benjamin Jennings
Date of last notice	18 March 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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Benjamin Jennings is a director and shareholder of Jennings Group Investments Pty Ltd ACN 608 896 715 which is trustee for the Jennings Family Trust ABN 26 475 844 696. <i>(Benjamin Jennings is a potential beneficiary of the Jennings Family Trust ABN 26 475 844 696 of which Jennings Group Investments Pty Ltd ACN 608 896 715 is trustee.)</i> BJ Jennings and KL Jennings are trustees of the Jennings Super Fund Ben Jennings is directly associated with Green Frog Investments Pty Ltd
Date of change	12 December 2022
No. of securities held prior to change	Ben Jennings – 1,000,000 performance rights (held directly) Jennings Group Investments – 13,870,146 ordinary shares Jennings Family Super Fund – 1,454,925 ordinary shares Green Frog Investments Pty Ltd – 250,000 ordinary shares

+ See chapter 19 for defined terms.

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Class	Performance rights
Number acquired	1,000,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	<p>Nil - 5-year term from grant date; vesting conditions apply;</p> <p>Tranche A (60% of performance rights) both hurdles met:</p> <ul style="list-style-type: none"> - Continue providing services up to date Board decides vesting conditions are met; and - Share price hurdles: 50% TrA rights vest on price hurdle of *\$0.015 with minimum vesting period 18 months form grant date and 50% TrA rights vest on price hurdle of *\$0.20 with minimum vesting period 30 months form grant date. <p>Tranche B (40% of performance rights) either hurdle is met:</p> <ul style="list-style-type: none"> - Continue providing services as follows: 50% TrB rights vest 24 months from grant date; and 25% TrB rights vest 36 months from grant date; and 25% TrB rights vest 48 months from grant date; or - Continue providing services up to date Board decides vesting conditions are met and share price hurdles as per TrA <p>* Share price hurdle reached on at least 20 consecutive trading days any time during term.</p>
No. of securities held after change	<p>Ben Jennings – 2,000,000 performance rights (held directly)</p> <p>Jennings Group Investments – 13,870,146 ordinary shares</p> <p>Jennings Family Super Fund – 1,454,925 ordinary shares</p> <p>Green Frog Investments Pty Ltd – 250,000 ordinary shares</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Approved by shareholders at AGM held on 22 November 2022

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

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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

⁺ See chapter 19 for defined terms.

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Name of entity	Comms Group Limited
ABN	64 619 196 539

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 Mackay
Date of last notice	2 February 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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	JA & CE Mackay Super Fund
Date of change	12 December 2022
No. of securities held prior to change	J&C Mackay Super Fund - 1,656,250 ordinary shares and John Mackay - 1,500,000 performance rights with varying price and date hurdles
Class	Performance rights
Number acquired	1,000,000
Number disposed	0

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil - 5-year term from grant date; vesting conditions apply; Tranche A (60% of performance rights) both hurdles met: <ul style="list-style-type: none"> - Continue providing services up to date Board decides vesting conditions are met; and - Share price hurdles: 50% TrA rights vest on price hurdle of *\$0.015 with minimum vesting period 18 months form grant date and 50% TrA rights vest on price hurdle of *\$0.20 with minimum vesting period 30 months form grant date. Tranche B (40% of performance rights) either hurdle is met: <ul style="list-style-type: none"> - Continue providing services as follows: 50% TrB rights vest 24 months from grant date; and 25% TrB rights vest 36 months from grant date; and 25% TrB rights vest 48 months from grant date; or - Continue providing services up to date Board decides vesting conditions are met and share price hurdles as per TrA * Share price hurdle reached on at least 20 consecutive trading days any time during term.
No. of securities held after change	J&C Mackay Super Fund - 1,656,250 ordinary shares and John Mackay - 2,500,000 performance rights with varying price and date hurdles
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Approved by shareholders at AGM held on 22 November 2022

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

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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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Name of entity	Comms Group Limited
ABN	64 619 196 539

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	Ryan O'Hare
Date of last notice	01 July 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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Nashar Pty Ltd atf Ryan O'Hare No.2 Family Trust (Sole Director of trustee company) Nashar Super Pty Ltd atf Nashar Superannuation Fund
Date of change	12 December 2022
No. of securities held prior to change	41,459,300 ordinary shares (Nashar Pty Ltd) 4,679,273 ordinary shares (Nashar Super Pty Ltd)
Class	Performance rights
Number acquired	1,000,000

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Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil - 5-year term from grant date; vesting conditions apply; Tranche A (60% of performance rights) both hurdles met: - Continue providing services up to date Board decides vesting conditions are met; and - Share price hurdles: 50% TrA rights vest on price hurdle of *\$0.015 with minimum vesting period 18 months form grant date and 50% TrA rights vest on price hurdle of *\$0.20 with minimum vesting period 30 months form grant date. Tranche B (40% of performance rights) either hurdle is met: - Continue providing services as follows: 50% TrB rights vest 24 months from grant date; and 25% TrB rights vest 36 months from grant date; and 25% TrB rights vest 48 months from grant date; or - Continue providing services up to date Board decides vesting conditions are met and share price hurdles as per TrA * Share price hurdle reached on at least 20 consecutive trading days any time during term.
No. of securities held after change	41,459,300 ordinary shares (Nashar Pty Ltd) 4,679,273 ordinary shares (Nashar Super Pty Ltd) 1,000,000 performance rights (held directly)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Approved by shareholders at AGM held on 22 November 2022

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

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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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Name of entity	Comms Group Limited
ABN	64 619 196 539

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	Claire Bibby
Date of last notice	2 February 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	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	12 December 2022
No. of securities held prior to change	258,334 ordinary shares + 500,000 performance rights with varying performance price and date hurdles
Class	Performance rights
Number acquired	1,000,000
Number disposed	Nil

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil - 5-year term from grant date; vesting conditions apply; Tranche A (60% of performance rights) both hurdles met: <ul style="list-style-type: none"> - Continue providing services up to date Board decides vesting conditions are met; and - Share price hurdles: 50% TrA rights vest on price hurdle of *\$0.015 with minimum vesting period 18 months form grant date and 50% TrA rights vest on price hurdle of *\$0.20 with minimum vesting period 30 months form grant date. Tranche B (40% of performance rights) either hurdle is met: <ul style="list-style-type: none"> - Continue providing services as follows: 50% TrB rights vest 24 months from grant date; and 25% TrB rights vest 36 months from grant date; and 25% TrB rights vest 48 months from grant date; or - Continue providing services up to date Board decides vesting conditions are met and share price hurdles as per TrA * Share price hurdle reached on at least 20 consecutive trading days any time during term.
No. of securities held after change	258,334 ordinary shares + 1,500,000 performance rights, with varying performance price and date hurdles
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Approved by shareholders at AGM held on 22 November 2022

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

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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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