Rule 3.19A.2

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	MACMAHON HOLDINGS LIMITED
ABN	93 007 634 406

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	**HAMISH GORDON TYRWHITT**
Date of last notice	6 September 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 interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	24 February 2023

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No. of securities held prior to change	**Indirect:** **Fully Paid Ordinary Shares:** 379,252 Fully Paid Ordinary Shares (vested pursuant to NED salary sacrifice plan). (The vested Share Rights are held on Trust and trading is restricted for a period of time, pursuant to the Macmahon Non-Executive Director Salary Sacrifice Plan - see ASX announcement of 5 July 2018). **Direct:** **NED SSP Share Rights (unvested):** 2022 Grant – 291,516 share rights Issue Date: 22 July 2022 Vesting Date Tranche 1 (50%): February 2023 – the day after the release of Macmahon's half year results. Vesting Date Tranche 2 (50%): August 2023 – the day after the release of Macmahon's full year results.
Class	Fully Paid Ordinary Shares
Number acquired	145,758
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	$21,493.21

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No. of securities held after change	**Indirect:** **Fully Paid Ordinary Shares:** 525,010 Fully Paid Ordinary Shares (vested pursuant to NED salary sacrifice plan). (The vested Share Rights are held on Trust and trading is restricted for a period of time, pursuant to the Macmahon Non-Executive Director Salary Sacrifice Plan - see ASX announcement of 5 July 2018). **Direct:** **NED SSP Share Rights (unvested):** 2022 Grant – 145,758 share rights Issue Date: 22 July 2022 Vesting Date Tranche 2 (50%): August 2023 – the day after the release of Macmahon's full year results.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Vested by Trustee, which issued them from unallocated ordinary shares (funded by NED's after-tax remuneration)

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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+ See chapter 19 for defined terms.