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	**Metarock Group Limited**
ABN	**96 142 490 579**

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	Andrew Dominic Watts
Date of last notice	29 June 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	1. Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	(a) Interest held by Carm NQ Pty Ltd ATF The Carnhogan Family Trust, of which Mr Watts is sole director/shareholder of the Company and a beneficiary of the trust. (b) Interest held by Circle of Five Pty Ltd ATF Calypso Tours Trust, of which Mr Watts is a director of the Company and has a 1/3 interest in the trust held by his related party Carm NQ Pty Ltd ATF The Carnhogan Family Trust. (c) Interest held by Watty Pty Ltd ATF The Watty Super Fund, of which Mr Watts is director/shareholder of the Company and a member of the super fund.
Date of change	2 October 2023
No. of securities held prior to change	Ordinary shares: (a) 3,034,849 (b) 119,000 (c) 9,108,396

+ See chapter 19 for defined terms.

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Class	Ordinary Shares & Options
Number acquired	Ordinary Shares: (a) 583,626 (b) - (c) 1,751,615 Options: (a) 179,578 (b) - (c) 538,959
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Ordinary Shares: $0.15 per Ordinary Share Options: Nil (Exercise price of $0.23 per Option)
No. of securities held after change	Ordinary Shares: (d) 3,618,475 (e) 119,000 (f) 10,860,011 Options: (d) 179,578 (e) - (f) 538,959
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Ordinary Shares and Options acquired under the Entitlement Offer

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	Not Applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	

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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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
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?	Not Applicable
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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