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	**DAVID GIBBS**
Date of last notice	16 July 2024

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.	Not applicable
Date of change	21 August 2024

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No. of securities held prior to change	**Direct Interests** 60,000 Fully Paid Ordinary Shares, held in own name. 200,210 Fully Paid Ordinary Shares held by the Macmahon Employee Share Trust in accordance with the Non-Executive Director Salary Sacrifice Share Plan. The shares are subject to trading restrictions. 200,210 Share Rights (unquoted held by the Macmahon Employee Share Trust in accordance with the Non-Executive Director Salary Sacrifice Share Plan. (FY24 grant). 211,837 Share Rights (unquoted) held by the Macmahon Employee Share Trust in accordance with the Non-Executive Director Salary Sacrifice Share Plan (FY25 grant).
Class	Ordinary Shares
Number acquired	200,210
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A - 200,210 Fully Paid Ordinary Shares – issued upon vesting of share rights under Non-Executive Director Salary Sacrifice Share Plan where shares were acquired on-market by the Macmahon Employee Share Trust.
No. of securities held after change	60,000 Fully Paid Ordinary Shares, held in own name. 400,420 Fully Paid Ordinary Shares held by the Macmahon Employee Share Trust in accordance with the Non-Executive Director Salary Sacrifice Share Plan. The shares are subject to trading restrictions. 211,837 Share Rights (unquoted) held by the Macmahon Employee Share Trust in accordance with the Non-Executive Director Salary Sacrifice Share Plan (FY25 grant).
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Fully paid Ordinary Shares issued on the conversion of vested share rights under Non-Executive Director Salary Sacrifice Share Plan on the vesting of the second tranche of the FY 24 grant.

+ See chapter 19 for defined terms.

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	Not applicable
Name of registered holder (if issued securities)	Not applicable
Date of change	Not applicable
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	Not applicable
Interest acquired	Not applicable
Interest disposed	Not applicable
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Not applicable
Interest after change	Not applicable

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?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

+ See chapter 19 for defined terms.

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