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	**Critica Limited**
ABN	**51 119 678 385**

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	Nicholas Luigi Cernotta
Date of last notice	10 October 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	**Indirect**
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	**Indirect** MJBJ (WA) Pty Ltd (Director and Shareholder).
Date of change	7 January 2025
No. of securities held prior to change	**Indirect** (i) 6,777,922 Ordinary Fully Paid Shares (ii) 3,318,452 Share Rights in lieu of annual director fees and superannuation contributions, vesting in quarterly tranches and subject to a quarterly 20 day VWAP calculation and election to be made to convert to ordinary shares by the Director until 30 June 2025 (expiry 10 July 2025) (iii) 30,000,000 Unlisted Zero Exercise Priced Options, expiring 26 August 2029, subject to vesting conditions.

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Class	(i) Ordinary Fully Paid Shares (ii)Share Rights
Number acquired	(i) 1,133,130
Number disposed	(ii) 1,133,130
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Conversion of share rights for $13,937 for Shares issued in lieu of Directors fees for the period 1 October 2024 to 31 December 2024.
No. of securities held after change	**Indirect** (i) 7,911,052 Ordinary Fully Paid Shares (ii) 2,185,322 Share Rights in lieu of annual director fees and superannuation contributions, vesting in quarterly tranches and subject to a quarterly 20 day VWAP calculation and election to be made to convert to ordinary shares by the Director until 30 June 2025 (expiry 10 July 2025) (iii) 30,000,000 Unlisted Zero Exercise Priced Options, expiring 26 August 2029, subject to vesting conditions.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of Shares under the Plan in lieu of up to 100% of annual non-executive Director's Fees approved by shareholders on 22 August 2024. The 20 trading day VWAP for the period to 31 December 2024 was $0.0123

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	

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Name of registered holder (if issued securities)	
Date of change	
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?	
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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+ See chapter 19 for defined terms.