

# 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

|                       |                           |
|-----------------------|---------------------------|
| <b>Name of entity</b> | MACMAHON HOLDINGS LIMITED |
| <b>ABN</b>            | 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.

|                            |                        |
|----------------------------|------------------------|
| <b>Name of Director</b>    | Eva Desiree Rita Skira |
| <b>Date of last notice</b> | 28 February 2019       |

### 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.

|                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                             |
|------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                   | Direct Interest                                                                                                                                                                                                                                                                                                                                             |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. |                                                                                                                                                                                                                                                                                                                                                             |
| <b>Date of change</b>                                                                                                                                | 02 August 2019                                                                                                                                                                                                                                                                                                                                              |
| <b>No. of securities held prior to change</b>                                                                                                        | <b>Indirect:</b><br><br><b>Fully Paid Ordinary Shares:</b><br>61,953 Fully Paid Ordinary Shares (vested pursuant to NED salary sacrifice plan).<br>(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). |

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+ See chapter 19 for defined terms.

**Appendix 3Y**  
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|                                                                                                                                                                                      | <p><b>Direct:</b><br/> <b>NED SSP Share Rights (unvested):</b></p> <p>2018 Grant – 61,953 share rights<br/> Issue Date: 05 July 2018<br/> Vesting Date Tranche 2: August 2019 – the day after release of Macmahon's full year results</p>                                                                                                                                                                                                                                                                                              |
| <b>Class</b>                                                                                                                                                                         | NED SSP Share Rights                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>Number acquired</b>                                                                                                                                                               | 205,585                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| <b>Number disposed</b>                                                                                                                                                               | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| <p><b>Value/Consideration</b><br/> Note: If consideration is non-cash, provide details and estimated valuation</p>                                                                   | 40,684.93                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>No. of securities held after change</b>                                                                                                                                           | <p><b>Indirect:</b></p> <p><b>Fully Paid Ordinary Shares:</b><br/> 61,953 Fully Paid Ordinary Shares (vested pursuant to NED salary sacrifice plan).<br/> (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).</p>                                                                                                                                                                 |
|                                                                                                                                                                                      | <p><b>Direct:</b><br/> <b>NED SSP Share Rights (unvested):</b></p> <p>2018 Grant – 61,953 share rights<br/> Issue Date: 05 July 2018<br/> Vesting Date Tranche 2: August 2019 – the day after release of Macmahon's full year results</p> <p>2019 Grant – 205,585 share rights<br/> Issue Date: 02 August 2019<br/> Vesting Date Tranche 1 (50%): February 2020 – the day after the release of Macmahon's half year results<br/> Vesting Date Tranche 2 (50%): August 2020 – the day after release of Macmahon's full year results</p> |
| <p><b>Nature of change</b><br/> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p> | Grant of NED SSP Share Rights (all resultant shares will be acquired on-market funded by NED's after tax remuneration)                                                                                                                                                                                                                                                                                                                                                                                                                 |

+ 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.

|                                                                                                                                                                              |     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Detail of contract</b>                                                                                                                                                    | N/A |
| <b>Nature of interest</b>                                                                                                                                                    | N/A |
| <b>Name of registered holder (if issued securities)</b>                                                                                                                      | N/A |
| <b>Date of change</b>                                                                                                                                                        | N/A |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| <b>Interest acquired</b>                                                                                                                                                     | N/A |
| <b>Interest disposed</b>                                                                                                                                                     | N/A |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation                                                                 | N/A |
| <b>Interest after change</b>                                                                                                                                                 | N/A |

**Part 3 – +Closed period**

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|----------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>                                               | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>                                                                    | N/A |

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