

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: CountPlus Limited
ABN: 11 126 990 832

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	Matthew Rowe
Date of last notice	24/11/2020

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 and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Rowe Heaney Super Fund Pty Ltd <Rowe Heaney Super Fund A/C> on behalf of Matthew Rowe (Indirect) Matthew Rowe (Direct)
Date of change	N/A
No. of securities held prior to change	1,717,347
Class	Ordinary
Number acquired	Nil
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	1,717,347

+ See chapter 19 for defined terms.

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	N/A
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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	The CountPlus Limited Long-Term Incentive Plan ("LTI Plan").
Nature of interest	2020 grant of Performance Rights issued under the LTI Plan as approved by shareholders on 16 November 2020.
Name of registered holder (if issued securities)	Matthew Rowe
Date of change	09/12/2020
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	358,943 Performance Rights (2019) 140,182 Performance Rights (2018)
Interest acquired	361,150 Performance Rights (2020)
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	\$375,000 (representing 75% of Mr Rowe's fixed annual remuneration of \$500,000).
Interest after change	860,275 Performance Rights

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

⁺ See chapter 19 for defined terms.