

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 PENTAL LIMITED
ABN 29 091 035 353

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	Charlie McLeish
Date of last notice	28 July 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	Direct and indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Holder is: Brailsford Group Pty Ltd <Brailsford Super Fund > The Director is a beneficiary of the Super Fund Holder is: Tina McLeish – spouse of director
Date of change	8 December 2022

<p>No. of securities held prior to change</p>	<p>Pental Executive Variable Incentive Plan As fully described in the 2019 Annual Report p82 -</p> <table border="1" data-bbox="571 293 1383 822"> <tr> <td data-bbox="571 293 890 398">Rights to shares</td> <td data-bbox="895 293 1383 398">Up to \$200,000 at an issue price of the VWAP at Grant Date, being 685,000 rights</td> </tr> <tr> <td data-bbox="571 398 890 465">WAP at Grant Date</td> <td data-bbox="895 398 1383 465">VWAP for Pental shares prior to 1 July 2019, being \$0.29</td> </tr> <tr> <td data-bbox="571 465 890 752">Eligibility Condition:</td> <td data-bbox="895 465 1383 752"> <ul style="list-style-type: none"> • An employee at vesting date • VWAP for 10 days preceding 30 June 2023 exceeds \$0.29 • Up to \$200,000 in Rights to be determined based on: <ul style="list-style-type: none"> ○ Holder meeting personal KPI's for FY20 (50%); and ○ Pental achieving an FY20 EBIT of \$6.582m (50%) </td> </tr> <tr> <td data-bbox="571 752 890 822">Vesting Date:</td> <td data-bbox="895 752 1383 822">1 July 2023</td> </tr> </table>	Rights to shares	Up to \$200,000 at an issue price of the VWAP at Grant Date, being 685,000 rights	WAP at Grant Date	VWAP for Pental shares prior to 1 July 2019, being \$0.29	Eligibility Condition:	<ul style="list-style-type: none"> • An employee at vesting date • VWAP for 10 days preceding 30 June 2023 exceeds \$0.29 • Up to \$200,000 in Rights to be determined based on: <ul style="list-style-type: none"> ○ Holder meeting personal KPI's for FY20 (50%); and ○ Pental achieving an FY20 EBIT of \$6.582m (50%) 	Vesting Date:	1 July 2023										
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	Tina McLeish – 14,500 ordinary shares 78,947 ordinary shares held by Brailsford Group Pty Ltd <Brailsford Super Fund>								
Class	Shares, performance rights to shares and options								
Number acquired	Performance rights - the right to be issued 560,000 nil priced Options on 1 July 2023 subject to performance criteria, as approved at the 2022 AGM								
Number disposed	Nil								
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Issued under employment agreement								
No. of securities held after change	<p>Pental Executive Variable Incentive Plan As fully described in the 2019 Annual Report p82 -</p> <table border="1"> <tr> <td>Rights to shares</td> <td>Up to \$200,000 at an issue price of the VWAP at Grant Date, being 685,000 rights</td> </tr> <tr> <td>WAP at Grant Date</td> <td>VWAP for Pental shares prior to 1 July 2019, being \$0.29</td> </tr> <tr> <td>Eligibility Condition:</td> <td> <ul style="list-style-type: none"> • An employee at vesting date • VWAP for 10 days preceding 30 June 2023 exceeds \$0.29 • Up to \$200,000 in Rights to be determined based on: <ul style="list-style-type: none"> ○ Holder meeting personal KPI's for FY20 (50%); and ○ Pental achieving an FY20 EBIT of \$6.582m (50%) </td> </tr> <tr> <td>Vesting Date:</td> <td>1 July 2023</td> </tr> </table>	Rights to shares	Up to \$200,000 at an issue price of the VWAP at Grant Date, being 685,000 rights	WAP at Grant Date	VWAP for Pental shares prior to 1 July 2019, being \$0.29	Eligibility Condition:	<ul style="list-style-type: none"> • An employee at vesting date • VWAP for 10 days preceding 30 June 2023 exceeds \$0.29 • Up to \$200,000 in Rights to be determined based on: <ul style="list-style-type: none"> ○ Holder meeting personal KPI's for FY20 (50%); and ○ Pental achieving an FY20 EBIT of \$6.582m (50%) 	Vesting Date:	1 July 2023
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Pental Executive Variable Incentive Plan

As approved by shareholders at the 2020 AGM -

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Vesting date	1 July 2025

Tina McLeish – 14,500 ordinary shares

78,947 ordinary shares held by Brailsford Group Pty Ltd <Brailsford Super Fund >

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<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	Issue of performance rights following shareholder approval.										

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	
Name of registered holder (if issued securities)	
Date of change	
<p>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</p>	
Interest acquired	
Interest disposed	
<p>Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation</p>	

Interest after change	
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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