

# 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 | <b>RooLife Group Ltd</b> |
| ABN            | <b>14 613 410 398</b>    |

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    | Bryan Carr    |
| Date of last notice | 10 March 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                                                                                                                                     | Indirect interest                                                                  |
| Nature of indirect interest<br>(including registered holder)<br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Bryan Edward Carr ATF Shabaz Family Trust (Mr Carr is a beneficiary of this trust) |
| Date of change                                                                                                                                                  | 22 September 2020                                                                  |

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+ See chapter 19 for defined terms.

**Appendix 3Y**  
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|----------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| No. of securities held prior to change | <p>3,452,381 Fully Paid Ordinary Shares.</p> <p>3,452,381 Tranche 1 Performance Shares</p> <p>3,452,381 Tranche 2 Performance Shares</p> <p><b>Tranche 1 Performance Share Milestone</b> will be taken to have been satisfied upon Choose Digital Pty Ltd and RooLife Pty Ltd businesses first achieving aggregate revenue of \$1.8 million in a rolling 12-month period (as confirmed by audited financial statements).</p> <p><b>Tranche 2 Performance Share Milestone</b> will be taken to have been satisfied upon Choose Digital Pty Ltd and RooLife Pty Ltd businesses first achieving aggregate revenue of \$3 million in a rolling 12-month period (as confirmed by audited financial statements).</p> <p>12,000,000 Executive Officer Options expiring 5 February 2024 with an exercise price of \$0.055 subject to the following vesting conditions:</p> <ul style="list-style-type: none"> <li>- 3,600,000: Vesting Condition will be taken to have been met if, for any consecutive trading day period between the date of the grant of the Executive Officer Options and 5 February 2021, the VWAP of the Company's Shares is equal to or greater than \$0.055 per share.</li> <li>-</li> <li>- 3,600,000: Vesting Condition will be taken to have been met if, for any consecutive trading day period between the date of the grant of the Executive Officer Options and 5 February 2022, the VWAP of the Company's Shares is equal to or greater than \$0.08 per share.</li> <li>-</li> <li>- 4,800,000: Vesting Condition will be taken to have been met if, for any consecutive trading day period between the date of the grant of the Executive Officer Options and 5 February 2023, the VWAP of the Company's Shares is equal to or greater than \$0.12 per share.</li> <li>- All Executive Officer Options also have a time-based vesting condition of 5 February 2023</li> </ul> |
| Class                                  | <p>Fully Paid Ordinary Shares</p> <p>Tranche 1 and 2 Performance Shares</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| Number acquired                        | <p>6,904,762 Fully paid ordinary shares on the conversion of the Tranche 1 and Tranche 2 Performance Shares.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |

+ See chapter 19 for defined terms.

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|                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Number disposed                                                                                    | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Value/Consideration<br>Note: If consideration is non-cash, provide details and estimated valuation | Nil– Conversion of Performance Shares to Fully Paid Ordinary Shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| No. of securities held after change                                                                | <p>10,357,143 Fully Paid Ordinary Shares.</p> <p>12,000,000 Executive Officer Options expiring 5 February 2024 with an exercise price of \$0.055 subject to the following vesting conditions:</p> <ul style="list-style-type: none"> <li>- 3,600,000: Vesting Condition will be taken to have been met if, for any consecutive trading day period between the date of the grant of the Executive Officer Options and 5 February 2021, the VWAP of the Company's Shares is equal to or greater than \$0.055 per share.</li> <li>-</li> <li>- 3,600,000: Vesting Condition will be taken to have been met if, for any consecutive trading day period between the date of the grant of the Executive Officer Options and 5 February 2022, the VWAP of the Company's Shares is equal to or greater than \$0.08 per share.</li> <li>-</li> <li>- 4,800,000: Vesting Condition will be taken to have been met if, for any consecutive trading day period between the date of the grant of the Executive Officer Options and 5 February 2023, the VWAP of the Company's Shares is equal to or greater than \$0.12 per share.</li> <li>- All Executive Officer Options also have a time-based vesting condition of 5 February 2023.</li> </ul> |

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## Appendix 3Y

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|                                                                                                                                                                             |                                                                |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|
| <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 | Conversion of Performance Shares to Fully Paid Ordinary Shares |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|

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

#### Part 3 – <sup>+</sup>Closed period

|                                                                                                                                                         |     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> 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 |

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Introduced 30/09/01 Amended 01/01/11

|                |                          |
|----------------|--------------------------|
| Name of entity | <b>RooLife Group Ltd</b> |
| ABN            | <b>14 613 410 398</b>    |

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    | Warren Barry  |
| Date of last notice | 10 March 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                                                                                                                                     | Indirect interest                                                                            |
| Nature of indirect interest<br>(including registered holder)<br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Barry Consulting Pty Ltd ATF Barry Family Trust<br>(Mr Barry is a beneficiary of this trust) |
| Date of change                                                                                                                                                  | 22 September 2020                                                                            |

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|                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|----------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| No. of securities held prior to change | <p>7,619,047 Fully Paid Ordinary Shares escrowed for 12 months to 20 December 2019.</p> <p>7,619,047 Tranche 1 Performance Shares</p> <p>7,619,048 Tranche 2 Performance Shares</p> <p><b>Tranche 1 Performance Share Milestone</b> will be taken to have been satisfied upon Choose Digital Pty Ltd and RooLife Pty Ltd businesses first achieving aggregate revenue of \$1.8 million in a rolling 12-month period (as confirmed by audited financial statements).</p> <p><b>Tranche 2 Performance Share Milestone</b> will be taken to have been satisfied upon Choose Digital Pty Ltd and RooLife Pty Ltd businesses first achieving aggregate revenue of \$3 million in a rolling 12-month period (as confirmed by audited financial statements).</p> <p>8,000,000 Executive Officer Options expiring 5 February 2024 with an exercise price of \$0.055 subject to the following vesting conditions:</p> <ul style="list-style-type: none"> <li>- 2,400,000: Vesting Condition will be taken to have been met if, for any consecutive trading day period between the date of the grant of the Executive Officer Options and 5 February 2021, the VWAP of the Company's Shares is equal to or greater than \$0.055 per share.</li> <li>-</li> <li>- 2,400,000: Vesting Condition will be taken to have been met if, for any consecutive trading day period between the date of the grant of the Executive Officer Options and 5 February 2022, the VWAP of the Company's Shares is equal to or greater than \$0.08 per share.</li> <li>-</li> <li>- 3,200,000: Vesting Condition will be taken to have been met if, for any consecutive trading day period between the date of the grant of the Executive Officer Options and 5 February 2023, the VWAP of the Company's Shares is equal to or greater than \$0.12 per share.</li> <li>- All Executive Officer Options also have a time-based vesting condition of 5 February 2023</li> </ul> |
| Class                                  | Fully Paid Ordinary Shares<br>Tranche 1 and 2 Performance Shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| Number acquired                        | 15,238,095 Fully paid ordinary shares on the conversion of the Tranche 1 and Tranche 2 Performance Shares.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |

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|----------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Number disposed                                                                                    | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Value/Consideration<br>Note: If consideration is non-cash, provide details and estimated valuation | Nil– Conversion of Performance Shares to Fully Paid Ordinary Shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| No. of securities held after change                                                                | <p>22,857,142 Fully Paid Ordinary Shares escrowed for 12 months to 20 December 2019.</p> <p>8,000,000 Executive Officer Options expiring 5 February 2024 with an exercise price of \$0.055 subject to the following vesting conditions:</p> <ul style="list-style-type: none"> <li>- 2,400,000: Vesting Condition will be taken to have been met if, for any consecutive trading day period between the date of the grant of the Executive Officer Options and 5 February 2021, the VWAP of the Company's Shares is equal to or greater than \$0.055 per share.</li> <li>-</li> <li>- 2,400,000: Vesting Condition will be taken to have been met if, for any consecutive trading day period between the date of the grant of the Executive Officer Options and 5 February 2022, the VWAP of the Company's Shares is equal to or greater than \$0.08 per share.</li> <li>-</li> <li>- 3,200,000: Vesting Condition will be taken to have been met if, for any consecutive trading day period between the date of the grant of the Executive Officer Options and 5 February 2023, the VWAP of the Company's Shares is equal to or greater than \$0.12 per share.</li> <li>- All Executive Officer Options also have a time-based vesting condition of 5 February 2023</li> </ul> |

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| <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 | Conversion of Performance Shares to Fully Paid Ordinary Shares |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|

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

#### Part 3 – <sup>+</sup>Closed period

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

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<sup>+</sup> See chapter 19 for defined terms.