

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	<b>Kelly Partners Group Holdings Limited</b>
ABN	<b>25 124 908 363</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	Brett Kelly
Date of last notice	3 December 2025

### 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 & Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<ol style="list-style-type: none"><li>1. Kelly Investments 1 Pty Ltd &lt;Kelly Family A/C 1&gt; Officeholder and beneficial interest</li><li>2. Brett Kelly &amp; Rebecca Kelly ATF Brett &amp; Rebecca Kelly Superannuation Fund * Trustee and beneficial interest  *Registered under HUB24 Custodial Services Limited</li><li>3. Brett Kelly</li><li>4. HSBC Custody Nominees (Australia) Ltd (as nominee and custodian for shares beneficially owned by Kelly Investments 1 Pty Ltd ATF Kelly Family A/C 1).</li><li>5. BNP Paribas Noms Pty Ltd (as nominee and custodian for shares beneficially owned by Kelly Investments 1 Pty Ltd ATF Kelly Family A/C 1).</li></ol>
Date of change	19 December 2025 – 22 December 2025

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

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<b>No. of securities held prior to change</b>	<ol style="list-style-type: none"> <li>1. 15,798,382 Ordinary Shares</li> <li>2. 125,022 Ordinary Shares</li> <li>3. 350,300 Ordinary Shares</li> <li>4. 4,000,000 Ordinary Shares</li> <li>5. 808,000 Ordinary Shares</li> </ol>
<b>Class</b>	Ordinary Share
<b>Number acquired</b>	<ol style="list-style-type: none"> <li>1. 350,000 Ordinary Shares</li> <li>2. N/A</li> <li>3. N/A</li> <li>4. 500,000 Ordinary Shares</li> <li>5. 1,850,000 Ordinary Shares</li> </ol>
<b>Number disposed</b>	<ol style="list-style-type: none"> <li>1. 2,350,000 Ordinary Shares</li> <li>2. N/A</li> <li>3. 350,000 Ordinary Shares</li> <li>4. N/A</li> <li>5. N/A</li> </ol>
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	<ol style="list-style-type: none"> <li>1. N/A</li> <li>2. N/A</li> <li>3. N/A</li> <li>4. N/A</li> <li>5. N/A</li> </ol>
<b>No. of securities held after change</b>	<ol style="list-style-type: none"> <li>1. 13,798,382 Ordinary Shares</li> <li>2. 125,022 Ordinary Shares</li> <li>3. 300 Ordinary Shares</li> <li>4. 4,500,000 Ordinary Shares</li> <li>5. 2,658,000 Ordinary Shares</li> </ol>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<ol style="list-style-type: none"> <li>1. Transfer to custodian (see 4 and 5 below)</li> <li>2. N/A</li> <li>3. Off Market Transfer from shares held directly to being held indirectly by Kelly Family 1 Pty Ltd ATF Kelly Family A/C</li> <li>4. Transfer of 500,000 ordinary shares to a custodian for a lender for its security purposes pursuant to a Loan Agreement and Springing Pledge Agreement (refer Part 2 below).</li> <li>5. Transfer of 1,850,000 ordinary shares to a custodian for a lender for its security purposes pursuant to a Loan Agreement and Springing Pledge Agreement (refer Part 2 below).</li> </ol>

**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>	For #4 - Master Loan Agreement and Deed of Security
	For #5 - Loan Agreement and Springing Pledge Agreement

+ See chapter 19 for defined terms.

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<b>Nature of interest</b>	For #4 - Kelly Investment 1 Pty Ltd ATF Kelly Family A/C 1 has entered into a Master Loan Agreement and Deed of Security in respect of a portion of its shareholding in Kelly Partners Group Holdings Limited. The loan facility provides Kelly Investment Pty Ltd ATF Kelly Family A/C 1 with an ability to borrow against the value of the Kelly Partners Group Holdings Limited shares held as collateral pursuant to the Deed of Security. Kelly Investment 1 Pty Ltd ATF Kelly Family A/C 1 has a right at the end of the loan period to recover its ordinary shares from the lender.  For #5 - Kelly Investments 1 Pty Ltd ATF Kelly Family A/C 1 has entered into a Loan Agreement in respect of a portion of its shareholding in Kelly Partners Group Holdings Limited. The loan facility provides Kelly Investments Pty Ltd ATF Kelly Family A/C 1 with an ability to borrow against the value of the Kelly Partners Group Holdings Limited shares held as collateral pursuant to the Loan Agreement. Kelly Investments 1 Pty Ltd ATF Kelly Family A/C 1 has a right at the end of the loan period to recover its ordinary shares from the lender.
<b>Name of registered holder (if issued securities)</b>	For #4 - HSBC Custody Nominees (Australia) Ltd  For #5 - BNP Paribas Noms Pty Ltd
<b>Date of change</b>	For #4 – 19 December 2025 For #5 - 22 December 2025
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
<b>Interest acquired</b>	For #4 – Facility relates to up to 4,500,000 ordinary shares  For #5 - Facility relates to up to 2,658,000 ordinary shares
<b>Interest disposed</b>	For #4 – 4,500,000 ordinary shares (see above)  For #5 - 2,658,000 ordinary shares (see above)
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
<b>Interest after change</b>	For #4 – Facility relates to up to 4,500,000 ordinary shares  For #5 - Facility relates to up to 2,658,000 ordinary shares

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

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<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>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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<sup>+</sup> See chapter 19 for defined terms.