

**HARVEY NORMAN
HOLDINGS LIMITED**

A.C.N 003 237 545

A1 RICHMOND ROAD
HOMEBUSH WEST, N.S.W 2140
LOCKED BAG 2
SILVERWATER DC, NSW 1811
AUSTRALIA

Telephone: (02) 9201 6111
Facsimile: (02) 9201 6250

24 March 2017

Company Announcements
Australian Stock Exchange Limited
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir / Madam,

Re: Change of Directors Interest

Please be advised of a change in Director's Interest for John Evyn Slack-Smith.

Appendix 3Y in connection with this issue is attached.

Yours faithfully,



Chris Mentis
Company Secretary

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 Harvey Norman Holdings Limited
ABN 54 003 237 545

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	John Evyn Slack-Smith
Date of last notice	28 November 2016

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 Interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	23 March 2017
No. of securities held prior to change	(A) 817,000 Options (B) 150,000 Performance Rights (C) Nil Fully Paid Ordinary Shares
Class	(A) Options (B) Performance Rights (C) Fully Paid Ordinary Shares
Number acquired	(A) Not applicable (B) Not applicable (C) 250,000 Fully paid ordinary shares

+ See chapter 19 for defined terms. {LXX/01626312:1}

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Number disposed	(A) 250,000 Options (B) Not applicable (C) Not applicable
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(A) 250,000 options for \$506,675.00 (B) Not applicable (C) Not applicable
No. of securities held after change	(A) 567,000 Options (B) 150,000 Performance Rights (C) 250,000 Fully Paid Ordinary Shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Exercise of Options on 23 March 2017 which vested on 1 January 2015 with an expiry date of 1 July 2017
Direct or indirect interest	Indirect Interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	(A) J E Slack-Smith as trustee for Slack-Smith 2003 Option Trust (Shares) (B) AET Structured Finance Services Pty Ltd (previously HVN Share Plan Pty Limited) (interest held by J E Slack-Smith as trustee for Slack-Smith 2003 Option Trust) (Shares) (C) Whitewoods Investments Pty Ltd as trustee for Whitewoods Trust (interest held by J E Slack-Smith as sole director of Whitewoods Investments Pty Ltd) (Shares)
Date of change	20 March 2017
No. of securities held prior to change	(A) 211,819 Fully paid ordinary shares (B) 59,999 Fully paid ordinary shares (C) 378,000 Fully paid ordinary shares
Class	Fully paid ordinary shares
Number acquired	Not applicable
Number disposed	(A) 200,000 Fully paid ordinary shares (B) Not applicable (C) Not applicable

+ See chapter 19 for defined terms. {LXX/01626312:1}

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(A) \$918,825.10 (B) Not applicable (C) Not applicable
No. of securities held after change	(A) 11,819 Fully paid ordinary shares (B) 59,999 Fully paid ordinary shares (C) 378,000 Fully paid ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market trade

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	Not applicable
Nature of interest	Not applicable
Name of registered holder (if issued securities)	Not applicable
Date of change	Not applicable
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	Not applicable
Interest acquired	Not applicable
Interest disposed	Not applicable
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	Not applicable
Interest after change	Not applicable

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?	Not applicable
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⁺ See chapter 19 for defined terms. {LXX/01626312:1}

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If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

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