



Aurizon Holdings Limited
ABN 14 146 335 622

ASX Market Announcements
ASX Limited
20 Bridge Street
Sydney NSW 2000

BY ELECTRONIC LODGEMENT

27 October 2022

Appendix 3Y change of Director's interest notice

Attached is an Appendix 3Y Change of Director's Interest Notice for Mr Andrew Harding.

Yours faithfully

A handwritten signature in dark ink, appearing to be "Naomi Wecker", with a stylized flourish at the end.

Naomi Wecker
Company Secretary

Authorised for lodgement by Naomi Wecker, 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 Aurizon Holdings Limited
ABN 14 146 335 622

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	Andrew Harding
Date of last notice	17 October 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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Andrew Thomas Harding
Date of change	20 and 27 October 2022
No. of securities held prior to change	20,000 ordinary shares (JNA Super Fund) 1,892,306 ordinary shares (Bunyip Aristocrats Trust) 249,956 ordinary shares (Andrew Thomas Harding) 1,558,330 Performance Rights granted under the Company's LTI Plan comprised as follows: 347,454 (2019 Award) 556,263 (2020 Award) 654,613 (2021 Award)
Class	Ordinary shares & Long Term Incentive Award & Deferred Short Term Incentive Award

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Number acquired	694,087 performance rights granted under Company's LTI Plan (2022) 230,055 performance rights granted under the Short Term Incentive (STI) Deferred Plan
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Off market transfer of 229,956 shares at \$3.535 per share
No. of securities held after change	20,000 ordinary shares (JNA Super Fund) 2,122,262 ordinary shares (Bunyip Aristocrats Trust) 20,000 ordinary shares (Andrew Thomas Harding) 2,252,417 Performance Rights granted under the Company's LTI Plan comprised as follows: 347,454 (2019 Award) 556,263 (2020 Award) 654,613 (2021 Award) 694,087 (2022 Award) 230,055 Performance Rights granted under the STI Deferred Plan.
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 11 October, 229,956 performance rights (2018 Award) under the Company's LTI Plan vested and subsequently converted to ordinary shares in A Harding's name (as set out in notice of 17 October). Subsequently on 20 October, those ordinary shares were transferred off market to Bunyip Aristocrats Trust. On 27 October, a grant of 694,087 performance rights aggregate under the LTI Plan as detailed in the Company's 2022 Notice of Meeting and which was approved by Shareholders at the Company's 2022 Annual General Meeting, and a grant of 230,055 performance rights relating to short term incentives earned being deferred for 12 months into equity under the Company's STI Deferred Plan.

+ See chapter 19 for defined terms.

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 (if issued securities)	n/a
Date of change	n/a
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>	n/a
Interest acquired	n/a
Interest disposed	n/a
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	n/a
Interest after change	n/a

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.