

**HARVEY NORMAN
HOLDINGS LIMITED**

A.C.N 003 237 545

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AUSTRALIA

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28 November 2016

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

Dear Sir / Madam,

Re: Change of Directors Interests

Please be advised changes in Directors' Interest for the following directors of Harvey Norman Holdings Limited:

Gerald Harvey
Kay Lesley Page
John Evyn Slack-Smith
David Matthew Ackery
Chris Mentis

Appendix 3Y's in connection with this issue is attached.

Yours sincerely,



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 30/9/2001.

| | |
|-----------------------|--------------------------------|
| 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 | Kay Lesley Page |
| Date of last notice | 29 March 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 | 28 November 2016 |
| No. of securities held prior to change | (A) 8,616,152 Fully Paid Ordinary Shares (B) 112,500 Performance Rights |
| Class | (A) Fully Paid Ordinary Shares (B) Performance Rights |
| Number acquired | (A) Nil (B) 112,500 Performance Rights |
| Number disposed | (A) Not Applicable (B) Not Applicable |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Nil |
| No. of securities held after change | (A) 8,616,152 Fully Paid Ordinary Shares (B) 225,000 Performance Rights |

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

| | |
|---|---|
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of Performance Rights under 2016 Long Term Incentive Plan – Tranche 2 |
|---|---|

| 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) K Page Pty Limited (B) AET Structured Finance Services Pty Limited (previously HVN Share Plan Pty Ltd) (interest held by K L Page as trustee for Page 2003 Option Trust (Shares) (C) K L Page Superannuation Fund Pty Limited |
| Date of change | Not Applicable |
| No. of securities held prior to change | (A) 8,435,277 fully paid ordinary shares (B) 333,333 fully paid ordinary shares (C) 332,880 fully paid ordinary shares |
| Class | (A) Fully paid ordinary shares (B) Fully paid ordinary shares (C) Fully paid ordinary shares |
| Number acquired | Not Applicable |
| Number disposed | Not Applicable |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Not Applicable |
| No. of securities held after change | (A) 8,435,277 fully paid ordinary shares (B) 333,333 fully paid ordinary shares (C) 332,880 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 | 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 |
| If so, was prior written clearance provided to allow the trade to proceed during this period? | Not applicable |

+ See chapter 19 for defined terms.

| | |
|--|----------------|
| If prior written clearance was provided, on what date was this provided? | Not applicable |
|--|----------------|

+ See chapter 19 for defined terms.

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 | 4 April 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 | 28 November 2016 |
| No. of securities held prior to change | (A) 817,000 Options (B) 75,000 Performance Rights |
| Class | (A) Options (B) Performance Rights |
| Number acquired | (A) Not Applicable (B) 75,000 Performance Rights |
| Number disposed | (A) Not Applicable (B) Not Applicable |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Nil |
| No. of securities held after change | (A) 817,000 Options (B) 150,000 Performance Rights |

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

| | |
|---|--|
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of Performance Rights under 2016 Long Term Incentive Plan – Tranche 2 |
| 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)) |
| Date of change | Not applicable |
| 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 | (A) Fully paid ordinary shares (B) Fully paid ordinary shares (C) Fully paid ordinary shares |
| Number acquired | Not applicable |
| Number disposed | Not applicable |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Not applicable |
| No. of securities held after change | (A) 211,819 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 | Not applicable |

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 |
|---------------------------|----------------|

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

| | |
|---|----------------|
| 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 |
| 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 |

⁺ See chapter 19 for defined terms.

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 30/9/2001.

| | |
|-----------------------|--------------------------------|
| 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 | Gerald Harvey |
| Date of last notice | 1 December 2015 |

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 | 28 November 2016 |
| No. of securities held prior to change | (A) 90,337,468 Fully Paid Ordinary Shares (B) 62,500 Performance Rights |
| Class | (A) Fully Paid Ordinary Shares (B) Performance Rights |
| Number acquired | (A) Nil (B) 62,500 Performance Rights |
| Number disposed | (A) Not Applicable (B) Not Applicable |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Nil |
| No. of securities held after change | (A) 90,337,468 Fully Paid Ordinary Shares (B) 125,000 Performance Rights |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of Performance Rights under the 2016 Long Term Incentive Plan – Tranche 2 |

+ See chapter 19 for defined terms.

| Direct or indirect interest | Indirect Interest |
|---|--|
| Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | (Ai) G Harvey Nominees Pty Limited (interest held by G Harvey Nominees Pty Ltd as trustee for Harvey 1995 No 2 Trust) (Aii) G Harvey Nominees Pty Limited (interest held by G Harvey Nominees Pty Ltd as trustee for Harvey Lamino No 1 Trust) (B) AET Structured Finance Services Pty Limited (previously HVN Share Plan Pty Ltd) (interest held by G Harvey as trustee for Harvey 2003 Option Trust (Shares)) (C) Gerald Harvey (interest held by G Harvey as trustee for Harvey 2003 Option Trust) (D) Gerald Harvey (interest held by G Harvey as trustee for Harvey Option Trust) (E) Evitorn Pty Limited (interest held by G Harvey as trustee for Harvey 2014 Share Trust) |
| Date of change | Not applicable |
| No. of securities held prior to change | (Ai) 6,473,963 fully paid ordinary shares (Aii) 141,007,580 fully paid ordinary shares (B) 333,333 fully paid ordinary shares (C) 4,160,420 fully paid ordinary shares (D) 85,881,109 fully paid ordinary shares (E) 3,695,576 fully paid ordinary shares |
| Class | (Ai) Fully paid ordinary shares (Aii) Fully paid ordinary shares (B) Fully paid ordinary shares (C) Fully paid ordinary shares (D) Fully paid ordinary shares (E) Fully paid ordinary shares |
| Number acquired | Not Applicable |
| Number disposed | Not Applicable |
| Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small> | Not Applicable |

+ See chapter 19 for defined terms.

| | |
|---|--|
| No. of securities held after change | (Ai) 6,473,963 fully paid ordinary shares (Aii) 141,007,580 fully paid ordinary shares (B) 333,333 fully paid ordinary shares (C) 4,160,420 fully paid ordinary shares (D) 85,881,109 fully paid ordinary shares (E) 3,695,576 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 | 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 |
| 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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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 | David Matthew Ackery |
| Date of last notice | 21 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 | 28 November 2016 |
| No. of securities held prior to change | (A) 647,000 Fully paid ordinary shares (B) 75,000 Performance Rights |
| Class | (A) Fully paid ordinary shares (B) Performance rights |
| Number acquired | (A) Not Applicable (B) 75,000 Performance Rights |
| Number disposed | Not Applicable |

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

| | |
|--|---|
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Nil |
| No. of securities held after change | (A) 647,000 Fully paid ordinary shares (B) 150,000 Performance Rights |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back ⁹ | Issue of Performance Rights under 2016 Long Term Investment Plan – Tranche 2 |
| 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. | (C) D M Ackery as trustee for Ackery 2005 Option Trust (Shares) (D) AET Structured Finance Services Pty Ltd (previously HVN Share Plan Pty Limited) (interest held by D M Ackery as trustee for Ackery 2005 Option Trust (Shares)) |
| Date of change | Not applicable |
| No. of securities held prior to change | (C) 20,000 Fully paid ordinary shares (D) 133,334 Fully paid ordinary shares |
| Class | (C) Fully paid ordinary shares (D) Fully paid ordinary shares |
| Number acquired | Not Applicable |
| Number disposed | Not Applicable |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Not applicable |
| No. of securities held after change | (C) 20,000 Fully paid ordinary shares (D) 133,334 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 | Not applicable |

+ 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 | Loan facility agreement between Mr Ackery and ANZ Private Global Wealth which includes put and call options exercisable if the company's share price falls below \$2.3422 or exceeds \$5.6212. |
| Nature of interest | Loan advanced to Mr Ackery by ANZ Private Global wealth secured by 658,619 fully paid ordinary shares held by Mr Ackery. |
| Name of registered holder (if issued securities) | David Ackery |
| 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> | 658,619 fully paid ordinary shares |
| 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 | 658,619 fully paid ordinary shares |

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? | Not applicable |
| If prior written clearance was provided, on what date was this provided? | Not applicable |

⁺ See chapter 19 for defined terms.

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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 | Chris Mentis |
| Date of last notice | 1 December 2015 |

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 | 28 November 2016 |
| No. of securities held prior to change | (A) 817,000 Options (B) 19,341 Fully paid ordinary shares (C) 75,000 Performance Rights |
| Class | (A) Options (B) Fully paid ordinary shares (C) Performance Rights |
| Number acquired | (A) Not applicable (B) Not applicable (C) 75,000 Performance Rights |

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Appendix 3Y
Change of Director's Interest Notice

| | |
|---|--|
| Number disposed | Not applicable |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Nil |
| No. of securities held after change | (A) 817,000 Options (B) 19,341 Fully paid ordinary shares (C) 150,000 Performance Rights |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of Performance Rights under the 2016 Long Term Incentive Plan – Tranche 2 |
| 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. | Prey Mantis Pty Ltd (Interest held by Prey Mantis Pty Ltd as trustee for The Mentis Superannuation Fund) |
| Date of change | Not applicable |
| No. of securities held prior to change | 79,000 Fully paid ordinary shares |
| Class | Fully paid ordinary shares |
| Number acquired | Not applicable |
| Number disposed | Not applicable |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Not applicable |
| No. of securities held after change | 79,000 Fully paid ordinary shares |

+ See chapter 19 for defined terms.

| | |
|--|----------------|
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Not applicable |
|--|----------------|

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 |
| 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 |

⁺ See chapter 19 for defined terms.