



22-December-2016

Company Announcements
Australian Stock Exchange Limited
20 Bridge Street
Sydney NSW 200

Fax: 1300 135 638

Dear Sir/Madam

Substantial Shareholder Notice

In accordance with section 671B(3) of the Corporations Act 2001 (Cth), I attach a Notice of Change of Interest of Substantial Holder (Form 604) in respect of TABCORP Holdings Ltd

Yours faithfully

A handwritten signature in black ink, appearing to read "J. M. Bourke", written over a horizontal line.

Director

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name / Scheme TABCORP Holdings Ltd

ACN / ARSN 063780709

1. Detail of Substantial holder (1)

Name NORTHCAPE CAPITAL PTY LTD

ACN / ARSN (if Applicable) 106 390 247

There was a change in the interests of the substantial holder on 20/12/2016

The previous notice was given to the company on 4/03/2016

The previous notice was dated 4/03/2016

2. Previous and Present Voting Power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of Securities (4)	Previous Notice		Present Notice	
	Person's Votes	Voting power (5)	Person's Votes	Voting power (5)
Ordinary Fully Paid	68,086,949.00	8.19%	59,556,535.00	7.13%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of Change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and Number of securities affected	Person's votes affected
Various	Northcape Capital Pty Ltd	Purchases	\$ 44,164,278.30	10,270,797.00	10,270,797.00
Various		Sales	\$ 88,861,141.73	18,801,211.00	18,801,211.00

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered Holder of Securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and Number of securities	Person's votes
Refer Annexure 1					

5. Changes in Association

The persons who have become associates (2) of, or ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of Association

6. Addresses

The addresses of persons in this form are as follows:

Name	Address
Northcape Capital Pty Ltd	Level 24, 45 Clarence St, Sydney NSW 2000

Signature

Print Name

CRAIG McCOURTIE

Capacity

DIRECTOR

Sign Here

Craig McCourtie

Date

22/12/2016



Annexure 1

The persons registered as holders of the securities

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities		Person's votes
Northcape Capital Pty Ltd	BNP Paribas Securities Services	BNP Paribas Securities Services	Power to vote and dispose of shares in the capacity as investment manager	Ordinary Fully Paid	6,107,428	6,107,428
Northcape Capital Pty Ltd	JP Morgan Nominees Australia Ltd	JP Morgan Nominees Australia Ltd	Power to vote and dispose of shares in the capacity as investment manager	Ordinary Fully Paid	17,415,267	17,415,267
Northcape Capital Pty Ltd	State Street Global Advisors	State Street Global Advisors	Power to vote and dispose of shares in the capacity as investment manager	Ordinary Fully Paid	22,039,779	22,039,779
Northcape Capital Pty Ltd	National Nominees Ltd	National Nominees Ltd	Power to vote and dispose of shares in the capacity as investment manager	Ordinary Fully Paid	12,030,294	12,030,294
Northcape Capital Pty Ltd	Northern Trust	Northern Trust	Power to vote and dispose of shares in the capacity as investment manager	Ordinary Fully Paid	1,963,767	1,963,767