

23 May 2019

Australian Securities Exchange Companies Announcements Platform 20 Bridge Street Sydney NSW 2000

NOTIFICATION OF SUBSTANTIAL SHAREHOLDING

As required under Listing Rule 3.19, the Company gives notice that it has become aware that BlackRock Group (BlackRock Inc. and subsidiaries) lodged an announcement today advising that they became a substantial shareholder in Tabcorp Holdings Limited on 21 May 2019 with relevant interest in 101,144,422 ordinary shares and 167 American Depository Receipts equivalent to 334 ordinary shares (ADR 2:1) representing a total of 5.00% of the issued fully paid ordinary capital.

The Company's Constitution, together with an agreement entered into with the State of Queensland, contain restrictions prohibiting an individual from having a voting power of more than 10% in the Company. The Company may refuse to register any transfer of shares which would contravene these shareholding restrictions or require divestiture of the shares that cause an individual to exceed the shareholding restrictions.