

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	Tabcorp Holdings Limited (Tabcorp)
ABN	66 063 780 709

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 Attenborough
Date of last notice	18 October 2018

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	954,927 Ordinary Shares held directly 50,242 Ordinary Shares pursuant to Tabcorp's Short Term Incentive Plan held directly (restricted from trading) 59,508 Ordinary Shares pursuant to the Merger Completion Award held directly (restricted from trading and subject to performance condition) 1,720,947 Performance Rights pursuant to Tabcorp's Long Term Incentive Plan held directly
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Not applicable
Date of change	15 August 2019
No. of securities held prior to change	As detailed above
Class	As detailed above
Number acquired	144,420 Ordinary Shares

+ See chapter 19 for defined terms.

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Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	The value of the Ordinary Shares is equivalent to \$637,500 (see below)
No. of securities held after change	954,927 Ordinary Shares held directly 194,662 Ordinary Shares pursuant to Tabcorp's Short Term Incentive Plan held directly (restricted from trading) 59,508 Ordinary Shares pursuant to the Merger Completion Award held directly (restricted from trading and subject to performance condition) 1,720,947 Performance Rights pursuant to Tabcorp's Long Term Incentive Plan held directly
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Allocation of 144,420 Ordinary Shares to Mr Attenborough pursuant to Tabcorp's Short Term Incentive Plan as part of his remuneration package in respect of the financial year ended 30 June 2019. These Ordinary Shares were purchased on-market, are restricted from trading for a two year period and are subject to the terms of Tabcorp's Short Term Incentive Plan

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	
Name of registered holder (if issued securities)	
Date of change	
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>	
Interest acquired	
Interest disposed	

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Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.