180Rule 3.19A.2

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	20 September 2019

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 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) 1,219,945 Performance Rights pursuant to Tabcorp's Long Term Incentive Plan held directly
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Not applicable
Date of change	24 October 2019
No. of securities held prior to change	As detailed above
Class	As detailed above
Number acquired	617,283 Performance Rights
Number disposed	Nil

+ See chapter 19 for defined terms.

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	No amount is payable by Mr Attenborough in respect of the grant of the Performance Rights
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) 1,837,228 Performance Rights pursuant to Tabcorp's Long Term Incentive Plan held directly
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Grant of Performance Rights to Mr Attenborough pursuant to Tabcorp's Long Term Incentive Plan as part of his remuneration package for the 2020 financial year. The grant was approved by shareholders at Tabcorp's 2019 Annual General Meeting

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 Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	

+ See chapter 19 for defined terms.

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.