

11 December 2019

Market Announcements Office
Australian Securities Exchange
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir / Madam

Change of Director's Interest Notice – Mr Grant Kelley

Please find attached an Appendix 3Y – Change of Director's Interest Notice for Mr Grant Kelley relating to the grant of performance rights on 10 December 2019 under the FY2020 Long Term Incentive Plan as approved by securityholders at the 2019 Annual General Meeting.

Yours faithfully



Rohan Abeyewardene
Group 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 30/09/01 Amended 01/01/11

Name of entity	Vicinity Limited Vicinity Centres Trust
ABN	90 114 757 783
ARSN	104 931 928

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	Grant Lewis Kelley
Date of last notice	3 October 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	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	10 December 2019
No. of securities held prior to change	678,487 Performance Rights under the FY2018 Long Term Incentive Plan (LTIP) 708,161 Performance Rights under the FY2019 LTIP 315,375 Stapled Securities
Class	Performance Rights
Number acquired	762,941 Performance Rights under the FY2020 LTIP
Number disposed	Nil

+ 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 cash consideration (number of Performance Rights calculated based on the volume weighted average price of Stapled Securities for the 10 trading days commencing on the first trading day immediately following the 2019 AGM, being \$2.6542.
No. of securities held after change	678,487 Performance Rights under the FY2018 LTIP 708,161 Performance Rights under the FY2019 LTIP 762,941 Performance Rights under the FY2020 LTIP 315,375 Stapled Securities
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 under the FY2020 LTIP (as approved by securityholders at the 2019 AGM).

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A

+ See chapter 19 for defined terms.

Interest after change	N/A
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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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

Signed



Rohan Abeyewardene
Group Company Secretary

Date: 11 December 2019

+ See chapter 19 for defined terms.