

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	22 September 2020

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 and indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Mr Attenborough has an indirect interest in Ordinary Shares held by JJJ Family Pty Ltd as trustee for the JJJ Family Trust. Mr Attenborough is a beneficiary of the trust
Date of change	23 September 2020
No. of securities held prior to change	142,615 Ordinary Shares (held directly) 972,474 Ordinary Shares (held indirectly) 144,420 Ordinary Shares (restricted from trading) pursuant to Tabcorp's Short Term Incentive Plan (held directly) 59,508 Ordinary Shares (restricted from trading and subject to performance condition) pursuant to the Merger Completion Award (held directly) 1,837,228 Performance Rights (unquoted) pursuant to Tabcorp's Long Term Incentive Plan held directly
Class	As detailed above
Number acquired	309,632 Ordinary Shares issued and held directly

+ See chapter 19 for defined terms.

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Number disposed	573,394 Performance Rights
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	No amount is payable by Mr Attenborough in respect of the vesting of Performance Rights
No. of securities held after change	452,247 Ordinary Shares (held directly) 972,474 Ordinary Shares (held indirectly) 144,420 Ordinary Shares (restricted from trading) pursuant to Tabcorp's Short Term Incentive Plan (held directly) 59,508 Ordinary Shares (restricted from trading and subject to performance condition) pursuant to the Merger Completion Award (held directly) 1,263,834 Performance Rights (unquoted) 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	Allotment of 309,632 Ordinary Shares and reduction of 573,394 Performance Rights following vesting of Performance Rights issued to Mr Attenborough on 27 October 2017 (following shareholder approval at the AGM) pursuant to Tabcorp's Long 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 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	
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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?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.