

21 September 2022

ASX Market Announcements
Australian Securities Exchange
20 Bridge Street
Sydney NSW 2000

Notification of substantial shareholding

As required under Listing Rule 3.19, Tabcorp Holdings Limited (**Tabcorp** or **Company**) gives notice that it has become aware that Vanguard Group (The Vanguard Group, Inc. and its controlled entities) lodged an announcement today advising that they became a substantial shareholder in Tabcorp on 16 September 2022 with relevant interest in 111,665,198 ordinary shares representing a total of 5.017% of the issued fully paid ordinary capital.

There are a number of restrictions applying to shareholdings in Tabcorp, which arise under legislation, requirements of various regulatory authorities and in the Company's Constitution. Some of these restrictions limit the number of shares and/or voting power in the Company that can be held by a shareholder. In particular, the Company's Constitution (to be read in conjunction with applicable legislation) contains restrictions prohibiting a person from having voting power in the Company in excess of 10% without obtaining the written consent of relevant Government Ministers in NSW and Queensland. In addition, legislative change to the Totalizator Act 1997 (NSW) (and related legislation) would also be required in order for a person to hold in excess of 10% of the shares in the Company (or the NSW Wagering Licence holder, TAB Limited). The Company may refuse to register any transfer of shares which would contravene relevant shareholding restrictions or require divestiture of the shares that cause an individual to exceed the shareholding restrictions.

This announcement was authorised for release by Chris Murphy, Company Secretary.

For more information:

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