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5 March 2015

Tabcorp retail entitlement offer closes

On 5 February 2015 Tabcorp Holdings Limited ("Tabcorp") announced a fully underwritten 1 for 12 pro rata accelerated renounceable entitlement offer, with retail entitlements trading ("Offer"). The institutional component of the Offer was successfully completed on 9 February 2015.

The retail component of the Offer ("Retail Entitlement Offer") closed on Monday, 2 March 2015. Eligible retail shareholders subscribed for approximately 17.5 million new shares (approximately \$64.7 million) under the Retail Entitlement Offer (representing an approximate 69% take-up of entitlements held by eligible retail shareholders under the Retail Entitlement Offer).

Tabcorp will offer for sale under a shortfall bookbuild entitlements to approximately 7.7 million new shares, representing entitlements to new shares not taken up by eligible retail shareholders and entitlements attributable to ineligible retail shareholders.

The retail shortfall bookbuild will occur after market close today, Thursday, 5 March 2015. The settlement date for new shares issued under the Retail Entitlement Offer (including those subject to the retail shortfall bookbuild) is Thursday, 12 March 2015. Allotment of these shares is expected to occur on Friday, 13 March 2015 and trading on ASX on a normal settlement basis is expected to commence on Monday, 16 March 2015.

Shareholder enquiries

Retail shareholders who have questions relating to the Retail Entitlement Offer can call the Tabcorp Shareholder Information Line on 1300 665 661 (within Australia) or +61 1300 665 661 (outside Australia) from 8.30am to 5.30pm (AEDT) Monday to Friday or go to our website www.tabcorp.com.au.

Important Information

Nothing contained in this announcement constitutes investment, legal, tax or other advice. You should make your own assessment and take independent professional advice in relation to the information and any action on the basis of the information.

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This announcement does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States or to persons acting for the account or benefit of persons in the United States. Neither the entitlements to new shares under the Offer nor the new shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or the securities laws of any state or other jurisdiction of the United States. Accordingly, the entitlements and the new shares may not be offered or sold to persons in the United States or to persons who are acting for the account or benefit of persons in the United States, unless they have been registered under the Securities Act, or are offered and sold in a transaction exempt from, or not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws.

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Neither this announcement nor any other documents relating to the offer of entitlements or new shares may be sent or distributed to persons in the United States.

This announcement contains forward-looking statements, which can usually be identified by the use of words such as “may”, “will”, “expect”, “intend”, “plan”, “estimate”, “anticipate”, “believe”, “continue”, “objectives”, “outlook”, “guidance” or words of similar effect. These forward-looking statements are not guarantees or predictions of future performance, and involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of Tabcorp, and which may cause actual outcomes to differ materially from those expressed in the statements contained in this announcement. Undue reliance should not be placed on these forward-looking statements. These forward-looking statements are based on information available to Tabcorp as of the date of this announcement. Except as required by law or regulation (including ASX Listing Rules) Tabcorp undertakes no obligation to update these forward-looking statements.

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Media Release