

CORPORATE AND COMMERCIAL LAWYERS

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Our Ref: 213 3560

20 November 2014

BY FACSIMILE

ASX Company Announcements

Fax No.: 1300 135 638

Re: Qube Holdings Limited

No. of Pages: 3 (including cover)

Dear Sir/Madam,

Please see Appendix 3Y attached.

Yours sincerely



Lynda Reid
Solicitor

lreid@wmlaw.com.au

Appendix 3Y
Change of Director's Interest Notice

Rule 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: Qube Holdings Limited |
| ACN: 149 723 053 |

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 | Maurice James |
| Date of last notice | 23 May 2014 |

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 | |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | |
| Date of change | |
| No. of securities held prior to change | |
| Class | |
| Number acquired | |
| Number disposed | |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | |
| No. of securities held after change | |

Appendix 3Y

Change of Director's Interest Notice

| | |
|---|--|
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | |
|---|--|

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 | Qube Long Term Incentive Plan Qube Short Term Incentive Plan |
| Nature of interest | 627,904 Performance Rights awarded under the terms and conditions of the Qube Long Term Incentive Plan 313,952 Rights to Shares awarded under the terms and conditions of the Qube Short Term Incentive Plan |
| Name of registered holder (if issued securities) | Maurice James |
| Date of change | 13 November 2014 being the date the award of the Performance Rights and Rights to Shares was approved by shareholders at the annual general meeting |
| 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 | 627,904 Performance Rights 313,952 Rights to Shares |
| Interest disposed | N/A |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | The Performance Rights and Rights to Shares were awarded for nil consideration |
| Interest after change | 627,904 Performance Rights 313,952 Rights to Shares 388,536 Performance Rights |

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 |

Appendix 3Y Maurice James (WMon54450)

+ See chapter 19 for defined terms.