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**FOR IMMEDIATE RELEASE TO THE MARKET**

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**Tabcorp Holdings Limited (Tabcorp) Accelerated Renounceable Entitlement Offer and Echo Entertainment (Echo) Ordinary Dividend and impact on TA8SSR Loan Amount**

UBS AG Australia Branch ("**UBS**") is the issuer of TA8SSR series of instalment warrants over a basket of shares comprising one fully paid ordinary share of Tabcorp ("TAH") and one fully paid ordinary share of Echo ("EGP"). TA8SSR has been offered under the corresponding Product Disclosure Statement ("PDS") listed in the table below.

Series	Date of PDS	Date of SPDS
TA8SSR	2-Feb-09	2-Feb-09

Due to the overlapping corporate action dates, this announcement concerns adjustments which UBS intends to make to the terms of TA8SSR as a result of the announcements by:

- (1) TAH of a 1 for 12 underwritten accelerated renounceable pro-rata entitlement offer (the "Entitlement Offer") of new securities at an issue price of \$3.70 per new ordinary share. Record date for the Entitlement Offer is Tuesday 10 February 2015. The new shares issued under this offer will not be eligible for either the 10 cent ordinary dividend or the 30 cent special dividend (both with ex-dividend dates of 6 March 2015 and record dates of 11 March 2015).
- (2) EGP of an ordinary dividend of 5 cents (100% franked dividend) ex-dividend date 9 February 2015 and record date 11 February 2015.

The details of the TAH offer are set out in the announcement by TAH dated 5 February 2015 and the details of the EGP dividend are set out in the EGP announcement dated 4 February 2015 (both announcements can be found on [www.asx.com.au](http://www.asx.com.au)).

**Key Details**

The key details of the TAH Entitlement Offer are as follows:

- 1 for 12 accelerated renounceable pro-rata entitlement offer;
- Consideration of \$3.70 per new TAH share;
- The new shares will not be eligible for the first half 2015 interim dividend of \$0.10 per share or the special dividend of \$0.30 per share (which have corresponding ex-date of 6 March 2015 and record date of 11 March 2015); and
- TAH shares will resume trading on an ex-entitlement basis on 10 February 2015.

The key details of the EGP ordinary dividend are as follows:

- Dividend Amount: \$0.05 interim dividend
- Ex-dividend date of 9 February 2015
- Dividend record date of 11 February 2015
- Dividend payment date 11 March 2015
- Dividend is 100% franked

## Adjustment to TA8SSR

Pursuant to clause 18 of the Instalment Deed UBS intends to adjust the terms of TA8SSR as follows:

- a) new TAH ordinary shares issued pursuant to the entitlement offer will not form part of the Underlying Parcel for TA8SSR, and will be dealt with by UBS in its absolute discretion; and
- b) the Loan Amount for TA8SSR will be reduced by an amount which reflects the value of the entitlement (i.e. the "Rights Value" as defined in the Instalment Deed for TA8SSR) and an interest refund based on the reduction to the Loan Amount for the period until the earlier of the maturity date, or the next annual interest date (as applicable).

Pursuant to clause 7.4 of the Instalment Deed the Loan Amount for TA8SSR will also be reduced by an amount which reflects the interim dividend paid on the EGP share forming part of the Underlying Parcel.

The Underlying Parcel for TA8SSR will not change: it will continue to be one TAH ordinary share and one EGP ordinary share.

UBS expects the Rights Value per TAH ordinary share to be calculated by reference to:

- (1) the Volume Weighted Average Price (VWAP) for the ex-entitlement TAH shares (on the first day of trading ex-entitlement, being 10 February 2015); and
- (2) any dividend difference between the new TAH shares and existing TAH shares (being \$0.40 to which the new shares are not entitled to); and
- (3) the entitlement price to subscribe for the new TAH shares (being \$3.70).

$$\text{Rights Value} = \frac{1}{12} \times (\text{VWAP of ex-entitlement of existing TAH shares} - \$0.40 - \$3.70)$$

If the Rights Value is zero or negative, there will be no adjustment to the Loan Amount.

All amounts are expressed in AUD.

## Timing of Adjustment, Suspension and Announcement

Trading in TA8SSR is currently suspended but will recommence on 11 February 2015. To effect the TA8SSR adjustment, an announcement will be made by UBS after the close of market on the first day TAH shares trade on an ex-entitlement basis (10 February 2015) detailing the value of the reduction of the Loan Amount. TA8SSR will recommence trading on 11 February 2015 with the new Loan Amounts.

## Alternative Adjustments

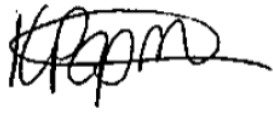
UBS reserves its right to implement adjustments to TA8SSR on a basis other than those described above. If UBS decides to make other adjustments it will make an announcement to the ASX before commencement of trading on the first ex-entitlement trading day for TAH.

Unless otherwise indicated, capitalised terms have the meaning given to them in the PDS.

If you have any questions regarding the TAH offer, please contact your financial adviser or TAH. If you have any questions concerning this announcement please contact your financial adviser or call the UBS Warrant desk on 1800 633 100.

Yours sincerely,

**UBS AG, Australia Branch**



**UBS AG, Australia Branch**  
Karen Papanikolaou  
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**UBS AG, Australia Branch**  
Grant Schwulst  
Manager - Equities Settlements

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