

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 | VILLAGE ROADSHOW LIMITED |
| ABN | 43 010 672 054 |

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 | GRAHAM WILLIAM BURKE |
| Date of last notice | 12 SEPTEMBER 2017 |

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 | SEE ATTACHED |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | |
| Date of change | 22 SEPTEMBER 2017 |
| 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 | |

+ See chapter 19 for defined terms.

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| | |
|---|--|
| 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 | SEE ATTACHED |
| 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 | |
| Interest after change | |

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.

Name of Director: **GRAHAM WILLIAM BURKE**
Name of Company: **VILLAGE ROADSHOW LIMITED**
Name and Type of Security: **ORDINARY SHARES**

DIRECTORS INTERESTS IN SECURITIES

| Name of Registered Holding | Opening Balance/ Change in Holdings | Number of Securities Held after Change | Date | Value Received/ Consideration Paid Per Share | Description |
|----------------------------|---|--|------|--|-------------|
|----------------------------|---|--|------|--|-------------|

| | | | | | |
|------------------------------|---------|----------------|--|--|-------------------|
| DIRECT INTEREST | | | | | |
| Graham W. Burke | 750,000 | 750,000 | | | Registered holder |
| Total Direct Interest | | 750,000 | | | |

| | | | | | |
|--------------------------------------|------------|-------------------|--|--|---|
| INDIRECT INTEREST | | | | | |
| Village Roadshow Corporation Pty Ltd | 65,960,636 | 65,960,636 | | | Director and shareholder of Village Roadshow Corporation Pty Ltd and taken under section 608 (1) of the Corporations Act to have an indirect relevant interest by reason of jointly controlling the exercise of the power to vote or dispose of Village Roadshow Corporation Pty Ltd's shareholding |
| John R. Kirby | 1,235,637 | 1,235,637 | | | Indirect Interest |
| Total Indirect Interest | | 67,196,273 | | | |

DIRECTORS INTERESTS IN CONTRACTS FOR SHARES

| Name of Registered Holding | Opening Balance/ Change in Holdings | Number of Securities Held after Change | Date | Value/ Consideration Per Share | Detail of Contract and Nature of Interest |
|----------------------------|---|--|------|--------------------------------------|---|
| | | | | | |
| TOTAL | | 0 | | | |

DIRECTORS INTERESTS IN OPTIONS OVER SECURITIES

| Name of Registered Holding | Opening Balance/ Change in Holdings | Number of Options Over Securities Held after Change | Date | Exercise Price | Description |
|----------------------------|---|---|-----------|----------------|--|
| G W Burke | 750,000 1,500,000 (750,000) | 750,000 750,000 | 22-Sep-17 | | Vested and exercisable, Expiring 1 March 2019 Lapsed Vesting 1 March 2018, Expiring 1 March 2019 |
| TOTAL | | 1,500,000 | | | |