



7 November, 2011

Company Announcements Platform  
Australian Securities Exchange

Dear Madam,

**TATTS GROUP LIMITED (TATTS): APPENDIX 3Y – CHANGE OF  
DIRECTORS INTEREST NOTICE – MR KEVIN SEYMOUR**

By way of general background, Mr Seymour became a Non-Executive Director of Tatts on 12 October, 2006 as a consequence of the merger with the then UNiTAB Limited.

At that time Tatts lodged in respect of Mr Seymour an Appendix 3X which advised he had 37,910,665 Tatts shares held by seven companies which he controlled. Since that time Tatts has lodged ten Appendices Y dealing with both acquisitions and disposals of shares in Tatts by Mr Seymour. Mr Seymour's holding in Tatts was at its highest, as advised to ASX on 7 September 2007, when he held 42,060,665 Tatts shares. It is currently at its lowest (14,000,000 Tatts shares), as advised to ASX on 10 June, 2011. All of Mr Seymour's Tatts shares are held by companies which he controls as detailed in the Appendices 3Y lodged with ASX over the period.

We recently have become aware that Mr Seymour has a notifiable interest of an additional 108,306 Tatts shares, with 106,011 shares held by him directly and 2,295 shares held directly by his wife, but over which he has control. The **attached Appendix 3Y** is notifying the market of these additional 108,306 Tatts shares which takes Mr Seymour's notifiable interest in Tatts shares to 14,108,306 shares.

**Why the Appendix 3Y is being lodged late**

Notification of an additional 108,306 shares in Tatts is being advised late because Tatts was only formally advised of the details of the change in Mr Seymour's notifiable interest in Tatts shares on 2 November, 2011, after Mr Seymour became aware of it on 31 October, 2011.

Mr Seymour became aware of the fact he may have control over a further 108,306 Tatts shares as a consequence of a detailed analysis of the Tatts share register by Computershare, which was conducted on behalf of Tatts for the purposes of ensuring compliance with voting exclusion statements relevant to certain resolutions to be put to the Tatts Annual General Meeting (AGM).



Computershare had identified these holdings and after the AGM they provided the details to me, as Company Secretary, and I asked Mr Seymour to investigate and confirm whether these holdings related to him and, if so, to advise why they had not previously been notified to Tatts and consequentially the ASX.

Mr Seymour then made enquiries of his accountants, who handle such matters for Mr Seymour. They have confirmed to him that the 106,011 Tatts shares are held directly by him and the 2,295 Tatts shares are held directly by Kay Seymour, Mr Seymour's wife.

These Tatts shares were acquired by Mr Seymour and his wife at the time of the merger with UNiTAB. The existence of these shares was confirmed to Mr Seymour on 31 October, 2011. Prior to that time, Mr Seymour was unaware of their existence. The only explanation which can be given is inadvertence. As a consequence the Appendix 3X and the Appendices 3Y have understated Mr Seymour's notifiable interest by 108,306 Tatts Shares.

**Arrangements that Tatts has in place for its Directors to ensure that it is able to meet its disclosure obligations under Listing Rule 3.19A**

The obligation for Directors to provide Tatts with the relevant information to enable Tatts to meet its disclosure obligations under Listing Rule 3.19A is contained in Articles 6(c)-(e) of the Constitution and again in the Non-executive Director Appointment Agreement (**Appointment Agreement**) which is entered into by each Non-executive Director at the time of their appointment. The Constitution and Appointment Agreement provide that any information which must be notified by Tatts to ASX under Listing Rule 3.19A must be given to Tatts by a Director as soon as reasonably possible but in any event no later than three business days after the date a change in a notifiable interest of the Director occurs.

**Any additional steps which Tatts intends to take to ensure compliance with Listing Rule 3.19B**

Tatts is of the view that the current arrangements it has with Directors are adequate and are being enforced. As can be seen by the lodgement of the eleven Appendices 3X and 3Y regarding Mr Seymour, the arrangements which Tatts has in place with its Directors function well. Of course, those arrangements are dependent on the Director being aware of their holdings in Tatts shares. As explained previously, Mr Seymour was not aware of his interest in these additional 108,306 Tatts shares (which were acquired as a result of the merger between Tatts and UNiTAB) until recently.

During Mr Seymour's time as a Director of Tatts, he has purchased and sold a number of shares in Tatts. On each occasion Mr Seymour has provided timely notification to Tatts of those purchases and sales which has resulted in an Appendix 3Y being provided to the market reflecting each purchase or sale.

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The existence of this additional holding arose as a consequence of a detailed analysis undertaken by Tatts of its share register for the purpose of its AGM to ensure compliance with the voting exclusions relevant to certain resolutions which were put to the AGM. Having already undertaken this analysis there would appear that there is nothing further Tatts can do to assist its Directors to be aware of their holdings in Tatts shares.

Mr Seymour and Tatts apologise for this inadvertent non-disclosure.

Yours sincerely

Penny Chau

**COMPANY SECRETARY &  
GENERAL COUNSEL**

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## 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	TATTS GROUP LIMITED
ABN	19 108 686 040

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	Kevin Will Seymour, AM
Date of last notice	10 June, 2011

#### 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	Direct and indirect interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Shares held by Kay Seymour, wife of Kevin Seymour.
Date of change	N/A
No. of securities held prior to change	14,000,000
Class	Ordinary fully paid shares
Number acquired	108,306 shares comprising: <ul style="list-style-type: none"><li>• 106,011 held directly by K.W. Seymour</li><li>• 2,295 held directly by Kay Seymour, but such shares are controlled by K.W. Seymour.</li></ul> <p>These shares were issued on 12 October, 2006 as part of the merger between UNITAB Limited and Tatts Group Limited.</p>
Number disposed	N/A

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	1) For 106,011 Tatts shares: <ul style="list-style-type: none"> <li>24,483 UNiTAB Limited shares.</li> </ul> 2) For 2,295 Tatts shares: <ul style="list-style-type: none"> <li>530 UNiTAB Limited shares.</li> </ul>
<b>No. of securities held after change</b>	K.W. Seymour has a relevant interest in 14,108,306 shares which are held as follows: <ul style="list-style-type: none"> <li>UBS Wealth Management Australia Nominees Pty Ltd (Seymour Group Pty Ltd A/C) – 540,220</li> <li>UBS Wealth Management Australia Nominees Pty Ltd (Seymour Administration Pty Ltd A/C) – 4,800</li> <li>UBS Wealth Management Australia Nominees Pty Ltd (Solid Earth Pty Ltd A/C) – 9,127,640</li> <li>UBS Wealth Management Australia Nominees Pty Ltd (WBK Pty Ltd A/C) – 4,327,340</li> <li>K.W. Seymour – 106,011</li> <li>Kay Seymour – 2,295<sup>#</sup></li> </ul> <b>Total: 14,108,306</b>  <sup>#</sup> Held by Kay Seymour, wife of Kevin Seymour.
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of shares as part of the merger between UNiTAB Limited and Tatts Group Limited on 12 October, 2006.

## 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.

<b>Detail of contract</b>	Nil
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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<sup>+</sup> See chapter 19 for defined terms.