

# 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

<b>Name of entity</b> TRANSURBAN GROUP	
<b>ABN</b>	Transurban International Limited ABN 90 121 746 825 Transurban Holdings Limited ABN 86 098 143 429 Transurban Holding Trust ABN 30 169 362 255

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.

<b>Name of Director</b>	LOUIS SCOTT CHARLTON
<b>Date of last notice</b>	19 AUGUST 2016

### 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.

<b>Direct or indirect interest</b>	DIRECT AND INDIRECT
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	ROSSCO CAPITAL PTY LIMITED AS TRUSTEE OF THE ROSSCO FAMILY TRUST
<b>Date of change</b>	22 AUGUST 2016
<b>No. of securities held prior to change</b>	1,403,827 STAPLED SECURITIES (INDIRECT) 26,027 STAPLED SECURITIES (DIRECT) 637,576 PERFORMANCE AWARDS (UNLISTED) 117,926 STI DEFERRED SECURITIES (UNVESTED)
<b>Class</b>	STI DEFERRED SECURITIES (UNVESTED)
<b>Number acquired</b>	100,843
<b>Number disposed</b>	NIL

+ See chapter 19 for defined terms.

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	N/A (SEE BELOW)
<b>No. of securities held after change</b>	1,403,827 STAPLED SECURITIES (INDIRECT) 26,027 STAPLED SECURITIES (DIRECT) 637,576 PERFORMANCE AWARDS (UNLISTED) 218,769 STI DEFERRED SECURITIES (UNVESTED)
<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	AS PREVIOUSLY DISCLOSED, 50% OF MR CHARLTON'S STI PERFORMANCE OUTCOME IS DEFERRED INTO EQUITY FOR TWO YEARS FOLLOWING THE PERFORMANCE YEAR. MR CHARLTON WAS GRANTED 100,843 STI DEFERRED SECURITIES UNDER THE TRANSURBAN SHORT TERM DEFERRED EQUITY INCENTIVE PLAN IN RESPECT OF THE 2016 FINANCIAL YEAR.  THE STI DEFERRED SECURITIES WERE PURCHASED ON-MARKET BY CPU SHARE PLANS PTY LIMITED AS TRUSTEE OF THE TRANSURBAN SHORT TERM DEFERRED EQUITY INCENTIVE PLAN TO HOLD IN TRUST FROM THE DATE OF ISSUE ON 22 AUGUST 2016 TO 1 JULY 2018.

### 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>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

**Part 3 – + Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a + 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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