

# 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 |
| ABN            | 14 149 723 053        |

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    | Allan Davies  |
| Date of last notice | 15 April 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.

|  |   |
|--|---|
| Direct or indirect interest  | Indirect  |
| Nature of indirect interest<br>(including registered holder)<br>Note: Provide details of the circumstances giving rise to the relevant interest. | <p>Invia Custodian Pty Limited a/c Davies Family Trust (holder is accustomed to act in accordance with directions of director)</p> <p>Invia Custodian Pty Limited a/c AJ Davies Personal Super Fund (holder is accustomed to act in accordance with directions of director)</p> <p><u>Invia Custodian Pty Limited a/c Dalara Foundation (holder is accustomed to act in accordance with directions of director)</u></p> |
| Date of change   | 5 October 2016  |
| No. of securities held prior to change   | <p>3,019,026 Ordinary Shares (Invia Custodian Pty Limited a/c Davies Family Trust)</p> <p>184,091 Ordinary Shares (Invia Custodian Pty Limited a/c AJ Davies Personal Super Fund)</p>   |
| Class  | Ordinary Shares & Subordinated Notes  |

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|  |   |
|--|---|
| Number acquired  | 3,154 Subordinated Notes (Invia Custodian Pty Limited a/c AJ Davies Personal Super Fund)<br><br>2,000 Subordinated Notes ( <del>Invia Custodian Pty Limited a/c Dalara Foundation Pty Limited</del> )   |
| Number disposed  | Nil   |
| Value/Consideration<br>Note: If consideration is non-cash, provide details and estimated valuation   | \$515,400   |
| No. of securities held after change  | 3,019,026 Ordinary Shares (Invia Custodian Pty Limited a/c Davies Family Trust)<br><br>184,091 Ordinary Shares (Invia Custodian Pty Limited a/c AJ Davies Personal Super Fund)<br><br>3,154 Subordinated Notes (Invia Custodian Pty Limited a/c AJ Davies Personal Super Fund)<br><br>2,000 Subordinated Notes ( <del>Invia Custodian Pty Limited a/c Dalara Foundation Pty Limited</del> ) |
| Nature of change<br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Application for Qube Subordinated Notes under replacement Prospectus dated 7 September 2016.  |

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

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+ See chapter 19 for defined terms.

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|   |  |
|---|--|
| Interest acquired   |  |
| Interest disposed   |  |
| Value/Consideration<br>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?   | N/A |
| If prior written clearance was provided, on what date was this provided?  | N/A |