

# 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>	<b>Qube Holdings Limited</b>
<b>ABN</b>	<b>14 149 723 053</b>

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>	Maurice James
<b>Date of last notice</b>	8 December 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.

<b>Direct or indirect interest</b>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Maurice James (direct)  Lemacorp Pty Limited (holder is accustomed to act in accordance with directions of director)  M&L Super Pty Limited (trustee of superannuation fund of which director is a member)
<b>Date of change</b>	18 September 2018
<b>No. of securities held prior to change</b>	4,413,633 Shares (Maurice James)  786,573 Shares (Lemacorp)  1,148,171 Shares (M&L Super)  6,000 Subordinated Notes (M&L Super Pty Ltd)
<b>Class</b>	Ordinary Shares ( <b>Shares</b> ) & Subordinated Notes
<b>Number acquired</b>	1,906,635

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<b>Number disposed</b>	NIL
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	NIL
<b>No. of securities held after change</b>	4,984,013 Shares (Maurice James)  786,573 Shares (Lemacorp Pty Ltd)  1,148,171 Shares (M&L Super Pty Ltd)  6,000 Subordinated Notes (M&L Super Pty Ltd)  1,336,255 unlisted Options (Maurice James)
<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	Acquisition of Shares on vesting of Rights to Shares pursuant to the FY17 and FY18 Short Term Incentive Plans.  Acquisition of Shares on vesting of Performance Rights pursuant to the FY14 Long Term Incentive Plan and the FY16 Long Term Incentive Plan (Moorebank).  Vesting of Options pursuant to the FY16 Long Term Incentive Plan (Moorebank).

**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>	FY17 and FY18 Long Term Incentive (SAR) Plans ( <b>LTI (SAR) Plans</b> ) FY17 and FY18 Short Term Incentive (STI) Plans ( <b>STI Plans</b> ) FY14, FY15 and FY16 Long Term Incentive (LTI) Plans ( <b>LTI Plans</b> ) FY16 Long Term Incentive Plan (Moorebank).
<b>Nature of interest</b>	Share Appreciation Rights awarded pursuant to the terms and conditions of the FY17 and FY18 LTI (SAR) Plans.  Rights to Shares awarded pursuant to the terms and conditions of the FY17 and FY18 STI Plans.  Performance Rights awarded pursuant to the terms and conditions of the FY14, FY15 and FY16 LTI Plans and FY16 award pursuant to the LTI Plan (Moorebank).  Options awarded pursuant to the terms and conditions of the FY16 LTI Plan and FY16 LTI Plan (Moorebank).

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<b>Name of registered holder (if issued securities)</b>	Maurice James
<b>Date of change</b>	18 September 2018
<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	273,112 Rights to Shares awarded pursuant to the FY17 and FY18 STI Plans.  1,215,807 Performance Rights awarded pursuant to the terms and conditions of the FY14, FY15 and FY16 LTI Plans and the FY16 LTI Plan (Moorebank)  3,563,348 unvested Options awarded pursuant to the terms and conditions of the FY16 LTI Plan and the FY16 LTI Plan (Moorebank)  6,929,334 Share Appreciation Rights awarded pursuant to the terms and conditions of the FY17 and FY18 LTI (SAR) Plans
<b>Interest acquired</b>	NIL
<b>Interest disposed</b>	67,874 Shares acquired on vesting of Rights to Shares pursuant to the FY17 STI Plan  68,961 Shares acquired on vesting of Rights to Shares pursuant to the FY18 STI Plan  324,606 Shares acquired on vesting of Performance Rights pursuant to the FY14 LTI Plan  108,939 Shares acquired on vesting of Performance Rights pursuant to the FY16 LTI Plan (Moorebank)  1,336,255 vested Options pursuant to the FY16 LTI Plan (Moorebank)  69,485 Rights to Shares forfeited pursuant to the terms and conditions of the FY17 and FY18 STI Plans.  182,492 Performance Rights lapsed pursuant to the terms and conditions of the FY14, FY15 and FY16 LTI Plans and the FY16 LTI Plan (Moorebank)  699,943 unvested Options lapsed pursuant to the terms and conditions of the FY16 LTI Plan and the FY16 LTI Plan (Moorebank)
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	NIL.

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<b>Interest after change</b>	<p>6,929,334 Share Appreciation Rights awarded pursuant to the terms and conditions of the FY17 and FY18 LTI (SAR) Plans.</p> <p>66,792 Rights to Shares awarded pursuant to the terms and conditions of the FY17 and FY18 STI Plans.</p> <p>1,527,150 unvested Options awarded pursuant to the terms and conditions of the FY16 LTI Plan and the FY16 LTI Plan (Moorebank tranche).</p> <p>599,770 Performance Rights awarded pursuant to the terms and conditions of the FY15 and FY16 LTI Plans and the FY 16 LTI Plan (Moorebank).</p>
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**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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