

# 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>	Vicinity Limited Vicinity Centres Trust
<b>ABN</b>	90 114 757 783
<b>ARSN</b>	104 931 928

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>	Grant Lewis Kelley
<b>Date of last notice</b>	10 December 2018

### 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
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
<b>Date of change</b>	26 September 2019
<b>No. of securities held prior to change</b>	678,487 Performance Rights under the FY2018 Long Term Incentive Plan ( <b>LTIP</b> )  708,161 Performance Rights under the FY2019 LTIP  151,800 fully paid ordinary stapled securities ( <b>Stapled Securities</b> )
<b>Class</b>	Stapled Securities
<b>Number acquired</b>	163,575 Stapled Securities (deferred for 24 months)
<b>Number disposed</b>	Nil

+ See chapter 19 for defined terms.

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<p><b>Value/Consideration</b>          Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Nil cash consideration (number of Stapled Securities calculated based on the VWAP of Stapled Securities for the ten trading days immediately prior to the grant date, being \$2.5791).</p>
<p><b>No. of securities held after change</b></p>	<p>678,487 Performance Rights under the FY2018 LTIP</p> <p>708,161 Performance Rights under the FY2019 LTIP</p> <p>315,375 Stapled Securities</p>
<p><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</p>	<p>Allocation of Stapled Securities in consideration of the deferred equity component of Mr Kelley's short-term incentive for FY2019 as disclosed in Vicinity's 2019 Remuneration Report.</p>

**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.

<p><b>Detail of contract</b></p>	<p>N/A</p>
<p><b>Nature of interest</b></p>	<p>N/A</p>
<p><b>Name of registered holder (if issued securities)</b></p>	<p>N/A</p>
<p><b>Date of change</b></p>	<p>N/A</p>
<p><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</p>	<p>N/A</p>
<p><b>Interest acquired</b></p>	<p>N/A</p>
<p><b>Interest disposed</b></p>	<p>N/A</p>
<p><b>Value/Consideration</b>          Note: If consideration is non-cash, provide details and an estimated valuation</p>	<p>N/A</p>
<p><b>Interest after change</b></p>	<p>N/A</p>

+ See chapter 19 for defined terms.

**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

Signed



**Rohan Abeyewardene**  
Group Company Secretary

Date: 3 October 2019

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