

13 November 2020

APPENDIX 3Y – CHANGE OF DIRECTOR’S INTEREST NOTICE

In accordance with ASX Listing Rule 3.19A.2, please see attached Appendix 3Y – Change of Director’s Interest Notice for Transurban’s CEO, Scott Charlton.

The sale of securities is part of a divorce settlement. Mr Charlton’s intention, in accordance with consent orders relating to the settlement agreement, is to reorganise his holdings such that he will retain an interest in 350,000 TCL stapled securities. A further Appendix 3Y will be released at the relevant time to reflect any such change of interest.

In addition, Mr Charlton continues to hold an interest in 828,966 Performance Awards and 121,666 STI Deferred Securities.

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This announcement is authorised by Fiona Last, Company Secretary.

Classification **Public**

Transurban Group

Transurban International Limited
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Transurban Holdings Limited
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Transurban Holding Trust
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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 TRANSURBAN GROUP	
ABN	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.

Name of Director	Louis Scott Charlton
Date of last notice	26 October 2020

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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Rossco Capital Pty Limited as trustee for the Rossco Family Trust (Rossco)
Date of change	12 November 2020
No. of securities held prior to change	1,760,722 Stapled Securities (Indirect) 828,966 Performance Awards (Direct, Unlisted) 121,666 STI Deferred Securities (Direct, Unvested)
Class	Stapled Securities
Number acquired	Nil
Number disposed	1,010,722
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$15.3911 per security

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

No. of securities held after change	750,000 Stapled Securities (Indirect) 828,966 Performance Awards (Direct, Unlisted) 121,666 STI Deferred Securities (Direct, Unvested)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off-market trade following a reorganisation of Mr Charlton's indirect interests as part of a divorce settlement agreement.

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

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

⁺ See chapter 19 for defined terms.