

Rule 3.19A.2

# 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 | HT&E Limited   |
| ABN            | 95 008 637 643 |

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    | Ciaran James Davis |
| Date of last notice | 29 March 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.

|   |   |
|---|---|
| Direct or indirect interest   | Direct  |
| Nature of indirect interest<br>(including registered holder)<br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | N/A   |
| Date of change  | 7 May 2018  |
| No. of securities held prior to change  | A. 420,134<br>B. 0  |
| Class   | A. Ordinary Shares<br>B. Performance Rights under the Company's incentive plans<br>(Performance Rights) |
| Number acquired   | A. Nil<br>B. 66,255   |
| Number disposed   | A. Nil<br>B. Nil  |
| Value/Consideration<br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>   | A. Nil<br>B. Nil  |
| No. of securities held after change   | A. 420,134 Ordinary Shares<br>B. 66,255 Performance Rights  |

+ See chapter 19 for defined terms.

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| <p><b>Nature of change</b><br/>         Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p> | <p>Issue of Performance Rights under the Company's FY17 Total Incentive Plan as approved by shareholders at the Company's AGM on 7 May 2018.</p> |
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**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><b>Name of registered holder (if issued securities)</b></p>  |            |
| <p><b>Date of change</b></p>  |            |
| <p><b>No. and class of securities to which interest related prior to change</b><br/>         Note: Details are only required for a contract in relation to which the interest has changed</p> |            |
| <p><b>Interest acquired</b></p>   |            |
| <p><b>Interest disposed</b></p>   |            |
| <p><b>Value/Consideration</b><br/>         Note: If consideration is non-cash, provide details and an estimated valuation</p>   |            |
| <p><b>Interest after change</b></p>   |            |

**Part 3 – +Closed period**

|  |           |
|--|-----------|
| <p>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</p> | <p>No</p> |
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|---|--|
| If so, was prior written clearance provided to allow the trade to proceed during this period? |  |
| If prior written clearance was provided, on what date was this provided?                      |  |

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+ See chapter 19 for defined terms.