



Tax Guide

Purchased Shares and Matching Rights

CYPRUS

OVERVIEW

This guide has been prepared to provide you with a summary of the tax consequences and certain other issues associated with the grant of Purchased Shares and Matching Rights by **Aristocrat Leisure Limited** (the "Company") under the **Aristocrat Leisure Limited SuperShare Plan** (the "Plan").

This summary is based on the tax laws in effect in your country as of **August 2021**.

Tax laws often are complex and can change frequently. As a result, you should consult with your personal tax advisor for current information and further guidance regarding your personal tax liabilities and responsibilities associated with your enrollment in the Plan, the purchase of Purchased Shares, the grant and vesting of your Matching Rights, the issuance of Company shares, the payment of any dividends on such shares, and the sale of Company shares acquired under the Plan.

Please note that this summary is general in nature and does not discuss all of the various laws, rules and regulations that may apply. It may not apply to your particular tax or financial situation, and the Company is not in a position to assure you of any particular tax result. If any dividends are paid on shares, it is assumed that the dividends will be paid into an offshore brokerage account (*i.e.*, they will not be paid by a bank in your country or into an account in your country). **You should consult with an appropriate professional advisor as to how the tax or other laws in your country apply to your specific situation.**

If you are a citizen or resident of another country or transfer employment and/or residency after you enroll in the Plan and/or the Matching Rights are granted to you or if you are no longer actively employed at the time of the taxable event, the information contained in this supplement may not be applicable to you.

The tax consequences described in this guide are based, in part, on the absence of an arrangement for the Company to charge the costs of the awards to your employing entity (referred to as a "recharge arrangement"). In the event of any change to the recharge arrangement with your employer, the taxation and related requirements of awards granted to you may be different than those described in this guide. The Company expressly reserves the right to implement, modify or terminate a recharge arrangement with your employing entity at any time.

IMPORTANT INFORMATION

The taxation of equity awards in Cyprus is uncertain, as there are no specific tax rulings dealing with employee share plans and equity awards. For purposes of the information contained herein, the discussion assumes the award is characterized as a benefit in kind. *You should consult with your personal tax advisor to determine the tax treatment in your particular circumstance.*

TAXATION OF PURCHASED SHARES AND MATCHING RIGHTS

Enrollment	No taxation.
Purchase of Purchased Shares	No taxation, assuming there is no difference between the fair market value of the shares when you purchase them and the purchase price.
Grant of Matching Rights	No taxation.
Vesting of Matching Rights	You may be subject to taxation on the date the Matching Rights vest and you acquire shares.
<i>Taxable Amount</i>	The fair market value of the shares issued to you at vesting.
<i>Nature of Taxable Amount</i>	You may be treated as receiving additional emoluments, due to the benefit in kind.
<i>Is Income Tax Payable?</i>	Likely, yes.
<i>Are Employee Social Insurance Contributions Payable?</i>	It is not entirely clear whether such benefit in kind will be subject to social insurance, since the interpretation of what constitutes emoluments is very broad. <i>You should consult with your personal tax advisor to determine the tax treatment in your particular circumstance, as the law is uncertain in Cyprus.</i>
Other Taxes	The taxable amount will likely be subject to the Healthcare Insurance Contribution.

COMPANY / EMPLOYER TAX WITHHOLDING AND REPORTING

Withholding	
<i>Is Income Tax Withheld?</i>	Likely, no.
<i>Are Employee Social Insurance Contributions Withheld?</i>	Likely, no.

COMPANY / EMPLOYER TAX WITHHOLDING AND REPORTING

<i>Are Other Taxes Withheld?</i>	Likely, no.
Reporting	
<i>Does the Taxable Amount Need to be Reported?</i>	Likely, no, neither the Company nor your employer will reporting any benefit in kind you realize from participating in the Plan.

DIVIDENDS

Taxation in Your Country	Any dividends paid on the Company shares acquired under the Plan will be subject to a special defense tax in Cyprus, provided that you are a Cyprus tax resident individual and domiciled in Cyprus.
Taxation in Australia	You should not be subject to tax in Australia to the extent any dividend is franked (i.e., paid out of profits that have been subject to Australian tax). If a dividend is partly franked or unfranked, the company may be required to withhold Pay-As-You-Go ("PAYG") withholdings from the dividend payment. If you reside in a country with which Australia has a tax treaty, the tax treaty will set the rate of PAYG withholdings required. If there is no tax treaty, the rate will be 30%. You may be entitled to a tax credit in your country for any PAYG withheld at source. <i>You should consult with your personal tax advisor regarding the availability of such a credit.</i>

SALE OF SHARES

Taxation in Your Country	When you subsequently sell your Company shares, proceeds from the sale of shares may be exempt from tax in Cyprus.
Taxation in Australia	Assuming you are not an Australian tax resident, you should not be subject to tax in Australia on any gain you realize when shares acquired under the Plan are sold.

YOUR TAX REPORTING AND PAYMENT OBLIGATIONS

Purchase of Purchased Shares	None.
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YOUR TAX REPORTING AND PAYMENT OBLIGATIONS

Vesting of Matching Rights	You are responsible for reporting the income you realize from participating in the Plan and paying any applicable income tax and other contributions directly to the local tax authorities.
Dividends	You are responsible for reporting the dividend amount and paying any applicable tax or contributions directly to the local tax authorities.
Sale of Shares	You may be responsible for reporting the sale of shares and paying any applicable tax (if the proceeds from the sale of shares is not exempt) directly to the local tax authorities.
General	<i>You should consult with your personal tax advisor to determine the requirements that will apply to you.</i>

OTHER INFORMATION

Foreign Asset/Account Reporting	None.
Exchange Control	None.