



**Tax Guide**  
**Purchased Shares and Matching Rights**  
**NETHERLANDS**

**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.

## TAXATION OF PURCHASED SHARES AND MATCHING RIGHTS

<b>Enrollment</b>	No taxation.
<b>Purchase of Purchased Shares</b>	No taxation, assuming there is no difference between the fair market value of the shares when you purchase them and the purchase price.
<b>Grant of Matching Rights</b>	No taxation.
<b>Vesting of Matching Rights</b>	You will 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 on the date of vesting.
<i>Nature of Taxable Amount</i>	Employment compensation.
<i>Is Income Tax Payable?</i>	Yes (wage tax as an advance levy to income tax).
<i>Are Employee Social Insurance Contributions Payable?</i>	Yes (to the extent the applicable contribution ceiling has not been exceeded).
<b>Other Taxes</b>	<u>Investment Yield Tax (so-called Box 3 taxation)</u> . You will be subject to an investment yield tax at progressive rates, based on the net value of all the taxable assets you own (including the shares you acquire under the Plan or any proceeds from the sale of such shares) as of January 1 of the calendar year after the acquisition of the shares, to the extent the value of such assets exceeds the annual exempt amount.

## COMPANY/EMPLOYER TAX WITHHOLDING AND REPORTING

<b>Withholding</b>	
<i>Is Income Tax Withheld?</i>	Yes (wage tax as an advance levy to income tax).
<i>Are Employee Social Insurance Contributions Withheld?</i>	Yes (to the extent the applicable contribution ceiling has not been exceeded).
<i>Are Other Taxes Withheld?</i>	No.

## COMPANY/EMPLOYER TAX WITHHOLDING AND REPORTING

### Reporting

*Does the Taxable Amount Need to be Reported?*

Yes. Your employer will report the taxable amount you realize at the time you acquire your shares in the monthly wage tax return filed electronically with the local tax authorities and on your annual salary statement.

## DIVIDENDS

### Taxation in Your Country

If you acquire shares and a dividend is subsequently declared on the Company's shares, you will not be subject to tax in the Netherlands on any dividends paid with respect to the shares (assuming you own less than 5% of any class of the Company's issued share capital, and no so-called "lucrative interest"<sup>13</sup>).

However, dividends may be taxable under the Investment Yield Tax (Box 3 taxation) described above. It may be possible to offset Australian dividend tax (if any) paid against the Investment Yield Tax due.

### 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%.

## SALE OF SHARES

### Taxation in Your Country

When you sell the shares acquired under the Plan, you will not be subject to additional taxation on any gain you realize (assuming you own less than 5% of any class of the Company's issued share capital, and no so-called "lucrative interest"). Any capital losses incurred on the sale of shares are not tax deductible.

However, you may be subject to tax under the Investment Yield (Box 3) taxation on the proceeds from the sale of your shares, as described above.

### 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.

<sup>13</sup> A "lucrative interest" is defined as a share, claim or similar economic right obtained by a taxpayer which is regarded as a reward for his or her activities carried out for certain affiliated persons. Certain shares representing a leveraged structure and/or carrying specific management conditions could be regarded as "lucrative interests" and taxed as such. You should consult with your personal advisor to determine whether you own any "lucrative interests."

### YOUR TAX REPORTING AND PAYMENT OBLIGATIONS

<b>Purchase of Purchased Shares</b>	None.
<b>Vesting of Matching Rights</b>	<p>You must report the taxable amount (as part of your wages) in your annual income tax return, which is due by May 1.</p> <p>You also may be required to report the value of your shares in your annual income tax return for the Investment Yield Tax (as described above) and pay any applicable Investment Yield Tax.</p>
<b>Dividends</b>	<p>You may be required to report any dividends you receive in your annual income tax return, which is due by May 1, for purposes of the Investment Yield Tax (as described above) and pay any applicable Investment Yield Tax.</p>
<b>Sale of Shares</b>	<p>You may be required to report any proceeds from the sale of shares in your annual income tax return, which is due by May 1, for purposes of the Investment Yield Tax (as described above) and pay any applicable Investment Yield Tax.</p>

### OTHER INFORMATION

<b>Foreign Asset/Account Reporting</b>	None.
<b>Exchange Control</b>	None.