



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

**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 existence or 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.

<b>TAXATION OF PURCHASED SHARES AND MATCHING RIGHTS</b>	
<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 likely will be subject to taxation on the date the Matching Rights vest and you acquire shares. <sup>23</sup>
<i>Taxable Amount</i>	The fair market value of the shares on the date of vesting.
<i>Nature of Taxable Amount</i>	Quasi-salary.
<i>Is Income Tax Payable?</i>	Likely, yes.
<i>Are Employee Social Insurance Contributions Payable?</i>	No.
<b>Other Taxes</b>	Yes, stamp duty (but only on the return filing, not the taxable amount).

<b>COMPANY/EMPLOYER TAX WITHHOLDING AND REPORTING</b>	
<b>Withholding</b>	
<i>Is Income Tax Withheld?</i>	No.
<i>Are Employee Social Insurance Contributions Withheld?</i>	Not applicable.
<i>Are Other Taxes Withheld?</i>	Not applicable.
<b>Reporting</b>	
<i>Does the Taxable Amount Need to be Reported?</i>	No. Your employer will not be subject to any reporting obligations in connection with your participation in the Plan.

<sup>23</sup> Under the current tax legislation there is no specific equity award regulation; however, there is a draft Income Tax Law which includes legislation governing the tax treatment of foreign share-based awards in Turkey. Although the tax regulation is in draft form, this supplement reflects the tax authority's position and should be taken into account when determining equity award tax implications. You should monitor this legislation and discuss it with your personal tax advisor to determine the appropriate treatment of your award.

<b>DIVIDENDS</b>	
<b>Taxation in Your Country</b>	If you acquire shares and a dividend is subsequently declared on the Company's shares, any dividends paid with respect to the shares will be subject to tax in your country.
<b>Taxation in Australia</b>	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>

<b>SALE OF SHARES</b>	
<b>Taxation in Your Country</b>	When you sell shares acquired under the Plan, you will be subject to capital gains tax to the extent that the sale proceeds exceed your cost basis in the shares (generally, the fair market value of the shares on the date of acquisition).  If the sale proceeds are lower than your cost basis in the shares sold, you will realize a capital loss.
<b>Taxation in Australia</b>	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.

<b>YOUR TAX REPORTING AND PAYMENT OBLIGATIONS</b>	
<b>Purchase of Purchased Shares</b>	None.
<b>Vesting of Matching Rights</b>	You are responsible for reporting any income realized under the Plan and for paying any applicable taxes (including stamp duty) due to the tax authorities through the annual tax return filing. The annual tax return must be filed during March of the following year.
<b>Dividends</b>	You are responsible for reporting the dividend amount and paying any local country tax due on the dividends paid on your shares through the annual tax return filing. The annual tax return must be filed during March of the following year.
<b>Sale of Shares</b>	You are responsible for reporting any capital gains (losses) you realize upon the sale of shares and for paying any applicable taxes due on such gains

## YOUR TAX REPORTING AND PAYMENT OBLIGATIONS

	<p>through the annual tax return filing. The annual tax return must be filed during March of the following year.</p> <p><i>As the calculation of capital gains (losses) may be complex, you should consult with your personal tax advisor to determine the tax treatment of any capital gains (losses) you realize at the time of sale.</i></p>
<b>General</b>	<p>Income tax accrued must be paid in two equal installments in March and July in the year the filing is made. The returns can be filed online through the system accessible from Revenue Administration website (<a href="http://www.gib.gov.tr">www.gib.gov.tr</a>) or in paper format to the relevant tax office.</p>

## OTHER INFORMATION

<b>Foreign Asset/Account Reporting</b>	None.
<b>Exchange Control</b>	None.
<b>Other</b>	<p>In certain circumstances, you are permitted to acquire and sell securities on a non-Turkish securities exchange only through a financial intermediary licensed in Turkey. Therefore, you may be required to appoint a Turkish broker to assist with the sale of the Company shares acquired under the Plan.</p> <p><i>You should consult your personal legal advisor before selling any Company shares acquired under the Plan to confirm the applicability of this requirement.</i></p>