Tax Guide
Purchased Shares and Matching Rights
UNITED STATES OF AMERICA

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	
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 will be subject to taxation on the date the Matching Rights vest and you acquire shares.
Taxable Amount	The fair market value of the shares at vesting.
Nature of Taxable Amount	Employment income.
Is Income Tax Payable?	Yes.
Are Employee Social Insurance Contributions Payable?	Yes. Social insurance contributions, including Old-Age, Survivors and Disability Insurance component of FICA taxes (to the extent the applicable contribution ceiling has not been exceeded) will apply. Further, Medicare tax will be due on the taxable amount.
Other Taxes	No.

COMPANY/EMPLOYER TAX WITHHOLDING AND REPORTING RELATED TO THE MATCHING RIGHTS	
Withholding	
Is Income Tax Withheld?	Yes. For federal income tax withholding purposes, your employer may treat the taxable amount as supplemental wages and withhold federal income tax at a flat statutory rate to the extent the taxable amount, when combined with prior supplemental wage payments made to you in the same tax year, does not exceed the threshold amount. Any excess over this supplemental wage threshold will be subject to federal income tax withholding at the highest marginal income tax rate in effect. State and/or local income tax also may be withheld based on where you work and/or reside.
Are Employee Social Insurance Contributions Withheld?	Yes.

COMPANY/EMPLOYER TAX WITHHOLDING AND REPORTING RELATED TO THE MATCHING RIGHTS	
Reporting	
Does the Taxable Amount Need to be Reported?	Yes. Your employer will report the taxable amount as income to the Internal Revenue Service on your year-end Form W-2 (Box 1).

DIVIDENDS	
Taxation in the U.S.	Any dividends paid on shares acquired under the Plan will be subject to federal income tax. In addition, dividends may be subject to an unearned income Medicare contributions tax on the lesser of (i) your net investment income, and (ii) the excess of your modified adjusted gross income over an annual threshold amount that is determined based on your filing status.
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 your address is 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. *You should consult with your personal tax advisor regarding the availability of such a credit.*

SALE OF SHARES	
Taxation in the U.S.	You will be subject to capital gains tax when you sell shares acquired 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 you hold the shares for more than one (1) year, you will be taxed at the more favorable long-term capital gains tax rate. If you hold the shares for one (1) year or less, any gain you realize will be taxed as short-term capital gain at your marginal income tax rate. In addition, regardless of how long you hold the shares prior to sale, any capital gain you realize upon the sale of the shares may be subject to an unearned income Medicare contributions tax on the lesser of (i) your net investment income, and (ii) the excess of your modified adjusted gross income over an annual threshold amount that is determined based on your filing status. If the sale proceeds are lower than your cost basis in the shares sold, you will realize a capital loss. Capital losses may be used to offset, up to the applicable annual limit, against any capital gains you realize in the same year. Any capital

SALE OF SHARES	
	losses in excess of the applicable annual limit may be carried forward to future tax years.
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.
Vesting of Matching Rights	When you receive the Form W-2 from your employer, you should report the ordinary income reported in connection with the Matching Rights (and other wages, salaries and tips) in the appropriate line of your annual income tax return (Form 1040). You are responsible for paying any difference between your actual tax liability and the amount withheld from the taxable amount. Note that you also may be required to make quarterly estimated payments. *You should consult with your personal tax advisor for further details regarding any additional income tax due and the applicable payment date.*
Dividends	You are responsible for reporting and paying any tax resulting from the receipt of any dividends. *You should consult your personal tax advisor regarding your tax liability for any dividend payments received.*
Sale of Shares	You are responsible for reporting any capital gain (or loss) resulting from the sale of shares and for paying any applicable taxes due on such gain. *The calculation of capital gain (loss) at the time of sale is complex and you should consult your personal tax advisor regarding your tax liability for any capital gain.*
General	The filing deadline for your personal income tax return is April 15th of the year following the taxable year. However, you may request an extension, including via the filing of a Form 4868 by the original deadline (April 15th) in order to apply for an automatic six-month extension of time. Although you may seek an extension of time to file your tax return, this does not extend the due date for any taxes you may owe, so you should ensure that you pay sufficient taxes on a timely basis to avoid interest and/or late payment penalties.

OTHER INFORMATION	
Foreign Asset/Account Reporting	The Foreign Account Tax Compliance Act ("FATCA") pertains to U.S. taxpayers who participate in or hold equity-based awards in the plans. Under FATCA, the Company is considered a "non-U.S. issuer" with the result that you may have reporting obligations on Form 8938 when filing your annual income tax return (Form 1040). These reporting obligations apply to the extent the aggregate value of your holdings (when aggregated with other specified foreign financial assets you hold) exceed certain thresholds. The threshold amounts of the value of the equity holdings (and other foreign assets) that trigger the reporting obligations depend on your filing status and whether you reside in the U.S. or outside of the U.S. Shares issued by a non-U.S. issuer that are held in a financial account maintained by a U.S. financial institution (*e.g.*, a brokerage firm) are not subject to these reporting requirements. However, it is not clear under current guidance whether rights to acquire shares (*e.g.*, the Matching Rights) as opposed to shares you own, are eligible for this exception. You should consult your personal tax advisor to determine whether these FATCA reporting requirements apply to you as a result of your participation in the plans.
Exchange Control	None.