



Tax Guide
Purchased Shares and Matching Rights
UNITED KINGDOM

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.
<i>Taxable Amount</i>	The market value of the shares on the date of vesting.
<i>Nature of Taxable Amount</i>	Employment income.
<i>Is Income Tax Payable?</i>	Yes, at your marginal income tax rate.
<i>Are Employee Social Insurance Contributions Payable?</i>	Yes, employee National Insurance contributions ("NICs") will be due on the taxable amount.
Other Taxes	No.

COMPANY/EMPLOYER TAX WITHHOLDING AND REPORTING	
Withholding	
<i>Is Income Tax Withheld?</i>	Yes, your employer will calculate the income tax due and account for this amount to Her Majesty's Revenue & Customs ("HMRC"). This amount will be withheld from you through the Pay As You Earn ("PAYE") system or by any other method referred to in the Plan or your offer document.
<i>Are Employee Social Insurance Contributions Withheld?</i>	Yes.
<i>Are Other Taxes Withheld?</i>	Not applicable.
Reporting	
<i>Does the Taxable Amount Need to be Reported?</i>	Your employer will report information related to your participation in the Plan, including the grant and the taxable event, to HMRC.

DIVIDENDS

Taxation in Your Country	If you acquire shares and a dividend is subsequently declared on the shares, any dividends paid with respect to the shares will be subject to tax in your country, to the extent the amount of the dividend payment exceeds the annual dividend allowance when combined with all other dividend payments for the tax year in which the dividend is declared.
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	<p>When you subsequently sell your Company shares, you will be subject to capital gains tax on any gain you realize in relation to the shares, provided that your total capital gain for the U.K. tax year (April 6 to April 5) exceeds your annual exempt amount for the tax year in which the sale occurred.</p> <p>The taxable gain will equal the amount by which the sale proceeds exceeds your cost basis in the shares (generally, the market value of the shares on the date of acquisition).</p> <p>Please note that share identification rules may affect your cost basis for the purposes of calculating your capital gains tax liability if you have acquired other shares in the Company (whether under the Plan or outside of it). <i>You should consult your personal tax advisor to determine how the share identification rules apply in your particular situation.</i></p> <p>Capital gains tax is payable on gains from all sources in excess of the personal annual exempt amount in any tax year and the rate(s) at which capital gains tax is paid will depend upon the amount of your combined taxable income and chargeable gains for the tax year.</p> <p>If your 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 chargeable capital gains (i.e., capital gains in excess of your annual personal exemption amount) realized in the current U.K. tax year or in any subsequent U.K. tax year.</p>
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	<p>If you are required to complete a self-assessment return, you will be responsible for including any income resulting from the vesting of the Matching Rights on such return by October 31 (for paper returns) or January 31 following the end of the U.K. tax year (April 6 to April 5). Income will be reported through payroll, but to the extent that your employer has not deducted the tax (or not enough tax) you will need to complete the “Share schemes” box. You do not need to complete this box for taxable amounts that your employer has fully taxed. Normally these amounts are already included in your P60 (or, where you’ve left employment, your P45).</p> <p>You must pay any tax you owe by January 31 following the end of the relevant U.K. tax year.</p> <p>If you fail to submit your filing and pay the tax due by the above date, you will may be required to pay a penalty. You may be able to appeal against the penalty if you have a reasonable excuse.</p> <p>HMRC has published helpful guides for people completing their self-assessment return. Please refer to the following links for more information:</p> <ul style="list-style-type: none"> • www.gov.uk/self-assessment-forms-and-helpsheets • www.gov.uk/government/publications/employee-shares-and-securities-further-guidance-hs305-self-assessment-helpsheet
Dividends	<p>You are responsible for reporting the dividend amount and paying any tax due on the dividends to HMRC in your self-assessment return. You should complete Box 5 and Box 6, to report the value of any dividends that you receive in relation to the Plan shares.</p> <p><i>Please see above for information regarding deadlines, forms and penalties.</i></p>
Sale of Shares	<p>You are responsible for reporting any chargeable gains (or losses) from the sale of the Company shares and for paying any applicable capital gains tax directly to HMRC under the self-assessment regime. You also may have an obligation to report your non-chargeable capital gains to HMRC. You should fill out the “capital gains summary” pages of the self-assessment form.</p> <p><i>The calculation of capital gains (losses) at the time of sale is complex and you should consult with your personal tax advisor. Please see above for information regarding deadlines, forms and penalties.</i></p>

OTHER INFORMATION	
Foreign Asset/Account Reporting	None.
Exchange Control	None.