



Tabcorp Holdings Limited
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31 October 2012

To: Australian Securities Exchange
Market Announcements
20 Bridge Street
Sydney NSW 2000

RESULTS OF ANNUAL GENERAL MEETING

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, the following results for the Annual General Meeting ("**AGM**") of Tabcorp Holdings Limited ("**the Company**") were recorded for each of the resolutions set out in the Notice of AGM dated 26 September 2012:

- | | | |
|------------|--|--|
| Item 2(a): | Re-election of Mrs Jane Hemstritch | – resolution passed on a show of hands |
| Item 2(b): | Re-election of Dr Zygmunt Switkowski | – resolution passed on a show of hands |
| Item 2(c): | Election of Mr Elmer Funke Kupper | – resolution passed on a show of hands |
| Item 2(d): | Election of Mr Steven Gregg | – resolution passed on a show of hands |
| Item 3: | Adoption of Remuneration Report | – resolution passed on a poll |
| Item 4: | Grant of Performance Rights to Managing Director and Chief Executive Officer | – resolution passed on a show of hands |

The total number of votes cast and valid proxies received in respect of applicable resolutions are shown on the page attached.



TABCORP HOLDINGS LIMITED

**RESULT OF GENERAL MEETING
(ASX REPORT)**

ANNUAL GENERAL MEETING
Wednesday, 31 October, 2012

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution	Manner in which the securityholder directed the proxy vote (as at proxy close):				Manner in which votes were cast in person or by proxy on a poll (where applicable)		
	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain</i> **
2A RE-ELECTION OF MRS JANE HEMSTRITCH	414,753,023	2,044,085	7,495,741	1,375,276	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
2B RE-ELECTION OF DR ZYGMUNT SWITKOWSKI	404,388,768	12,417,036	7,496,649	1,366,676	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
2C ELECTION OF MR ELMER FUNKE KUPPER	373,379,005	43,354,000	7,482,666	1,453,254	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
2D ELECTION OF MR STEVEN GREGG	413,866,920	2,669,199	7,641,212	1,491,594	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
3 ADOPTION OF REMUNERATION REPORT (NON-BINDING ADVISORY VOTE)	384,511,084	31,254,344	7,383,701	2,510,485	390,722,304	33,143,334	2,510,485
4 GRANT OF PERFORMANCE RIGHTS TO MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER	406,508,458	9,629,734	7,334,377	2,182,131	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item