Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

 $\begin{array}{l} Introduced\ 01/07/96\ \ Origin:\ Appendix\ 5\ \ Amended\ 01/07/98,\ 01/09/99,\ 01/07/00,\ 30/09/01,\ 11/03/02,\ 01/01/03,\ 24/10/05,\ 01/08/12,\ 04/03/13 \end{array}$

Name of entity	
HT&E Limited (HT&E)	
ABN	
95 008 637 643	

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

*Class of *securities issued or to be issued		Performance Rights issued under HT&E's incentive plans (Rights).		
2	Number of *securities issued or to be issued (if known) or maximum number which may be issued	139,238 Rights to Key Management Personnel (other than the CEO & Managing Director).		

106,776

Rights to selected HT&E

employees.

⁺ See chapter 19 for defined terms.

3 Principal terms of the *securities (e.g. if options, exercise price and expiry date; if partly paid *securities, the amount outstanding and due dates for payment; if *convertible securities, the conversion price and dates for conversion)

139,238 FY 2017 performance rights have been granted to Key Management Personnel (other than the CEO & Managing Director) where specified financial and non-financial performance conditions were met during the one-year performance period 1 January 2017 to 31 December 2017. These Rights are subject to further vesting conditions, and if met, will vest on 31 December 2018 and thereafter will be subject to a two year restricted trading period, i.e. to 31 December 2020.

106,776 FY 2017 performance rights have been granted to selected HT&E employees. These Rights are subject to further vesting conditions, and if met, will vest on 31 December 2018.

Each Right is a right to acquire one share in the Company at no cost.

Do the *securities rank equally in all respects from the *issue date with an existing *class of quoted *securities?

If the additional *securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

No.

- Rights will be automatically exercised following vesting on 31 December 2018, upon which date they will convert to Fully Paid Ordinary Shares.
- Rights do not carry any dividend or voting rights. However, any dividends that are paid by the Company prior to the vesting of Rights, in respect of the number of Rights that vest, will be delivered in the form of additional shares (or an equivalent cash amount).
- It is currently intended that shares will be acquired on-market to satisfy any rights that vest under the Company's incentive plans.

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⁺ See chapter 19 for defined terms.

5	Issue price or consideration	Nil.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Rights issued under HT&E's 2017 Total Incentive Plan.
6a	Is the entity an *eligible entity that has obtained security holder approval under rule 7.1A?	No.
	If Yes, complete sections 6b – 6h in relation to the *securities the subject of this Appendix 3B, and comply with section 6i	
6b	The date the security holder resolution under rule 7.1A was passed	
6c	Number of *securities issued without security holder approval under rule 7.1	
6d	Number of ⁺ securities issued with security holder approval under rule 7.1A	
6e	Number of *securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	
6f	Number of *securities issued under an exception in rule 7.2	
6g	If *securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the *issue date and both values. Include the source of the VWAP calculation.	

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⁺ See chapter 19 for defined terms.

6h	If *securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements			
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements			
7	*Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.	139,238	been grant Personnel Managing I February 2	erformance rights have ed to Key Management (other than the CEO & Director) on 14 and entered into ny's subregister on 27 8.
		106,776	been grant employees and entere	erformance rights have ed to selected HT&E on 15 February 2018 d into the Company's r on 27 March 2018.
8	Number and ⁺ class of all ⁺ securities quoted on ASX (<i>including</i> the ⁺ securities in section 2 if applicable)	Number 308,912,09	92	+Class Fully Paid Ordinary Shares
		74 1860 TI		
		Number		+Class
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	246,014		Rights
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)			

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⁺ See chapter 19 for defined terms.

Part	2 - Pro rata issue	
11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the *securities will be offered	
14	⁺ Class of ⁺ securities to which the offer relates	
15	⁺ Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has security holders who will not be sent new offer documents	
	Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	
19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	

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⁺ See chapter 19 for defined terms.

24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	
25	If the issue is contingent on security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do security holders sell their entitlements <i>in full</i> through a broker?	
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	
32	How do security holders dispose of their entitlements (except by sale through a broker)?	
33	⁺ Issue date	
	-	
Part	3 - Quotation of securit	ies
ou nee	d only complete this section if you are app	lying for quotation of securities
34	Type of *securities (tick one)	
(a)	+Securities described in Part 2	1

+ See chapter 19 for defined terms.

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(b) All other *securities Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities Entities that have ticked box 34(a) Additional securities forming a new class of securities Tick to indicate you are providing the information or documents 35			
Additional securities forming a new class of securities Tick to indicate you are providing the information or documents If the *securities are *equity securities, the names of the 20 largest holders of the additional *securities, and the number and percentage of additional *securities held by those holders If the *securities are *equity securities, a distribution schedule of the additional *securities setting out the number of holders in the categories 1 - 1,000	(b)		Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible
Tick to indicate you are providing the information or documents 35	Entiti	ies tha	at have ticked box 34(a)
If the *securities are *equity securities, the names of the 20 largest holders of the additional *securities, and the number and percentage of additional *securities held by those holders If the *securities are *equity securities, a distribution schedule of the additional *securities setting out the number of holders in the categories 1 - 1,000 1,001 - 5,000 5,001 - 10,000 100,001 - 100,000 100,001 and over A copy of any trust deed for the additional *securities Entities that have ticked box 34(b) Number of *securities for which *quotation is sought 4 Class of *securities for which **Tolass of *securities for which **To	Addit	ional s	securities forming a new class of securities
additional *securities, and the number and percentage of additional *securities held by those holders If the *securities are *equity securities, a distribution schedule of the additional *securities setting out the number of holders in the categories 1 - 1,000			e you are providing the information or
+securities setting out the number of holders in the categories 1 - 1,000 1,001 - 5,000 5,001 - 10,000 100,001 and over 37 A copy of any trust deed for the additional *securities Entities that have ticked box 34(b) 38 Number of *securities for which *quotation is sought 39 *Class of *securities for which *[additional *] *[additional *] *[additional *[additional *] *[additional *] *[additional *] *[additional *[additional *] *[additional *] *[additional *[addi	35		additional *securities, and the number and percentage of additional *securities
Entities that have ticked box 34(b) 38 Number of *securities for which *quotation is sought 39 *Class of *securities for which	36		+securities setting out the number of holders in the categories 1 - 1,000 1,001 - 5,000 5,001 - 10,000 10,001 - 100,000
Number of *securities for which *quotation is sought *Class of *securities for which	37		A copy of any trust deed for the additional *securities
+quotation is sought 39 +Class of +securities for which	Entiti	es tha	t have ticked box 34(b)
	38		
	39		

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⁺ See chapter 19 for defined terms.

Do the *securities rank equally in all respects from the *issue date with an existing *class of quoted *securities? If the additional *securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment		
Reason for request for quotation now Example: In the case of restricted securities, end of restriction period (if issued upon conversion of another *security, clearly identify that other *security)		
Number and +class of all +securities quoted on ASX (including the +securities in clause 38)	Number	⁺ Class
	all respects from the 'issue date with an existing 'class of quoted 'securities? If the additional 'securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment Reason for request for quotation now Example: In the case of restricted securities, end of restriction period (if issued upon conversion of another 'security, clearly identify that other 'security) Number and 'class of all 'securities quoted on ASX (including the 'securities in clause	all respects from the *issue date with an existing *class of quoted *securities? If the additional *securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment Reason for request for quotation now Example: In the case of restricted securities, end of restriction period (if issued upon conversion of another *security, clearly identify that other *security) Number Number and *class of all *securities quoted on ASX (including the *securities in clause

⁺ See chapter 19 for defined terms.

Quotation agreement

- ⁺Quotation of our additional ⁺securities is in ASX's absolute discretion. ASX may quote the *securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the *securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those *securities should not be granted †quotation.
 - An offer of the *securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any *securities to be quoted and that no-one has any right to return any *securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the *securities be quoted.
- If we are a trust, we warrant that no person has the right to return the *securities to be quoted under section 1019B of the Corporations Act at the time that we request that the *securities be quoted.
- We will indemnify ASX to the fullest extent permitted by law in respect of any 3 claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- We give ASX the information and documents required by this form. If any 4 information or document is not available now, we will give it to ASX before ⁺quotation of the ⁺securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:

Date: 27/03/2018 (Director/Company secretary)

Yvette Lamont

Print name:

== == == == ==

04/03/2013

⁺ See chapter 19 for defined terms.