

Rule 3.19A.2

## Appendix 3Y

### Change of Director's Interest Notice

*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.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	<b>HT&amp;E Limited</b>
<b>ABN</b>	<b>95 008 637 643</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Ciaran James Davis
<b>Date of last notice</b>	5 September 2017

#### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
<b>Date of change</b>	27 March 2018
<b>No. of securities held prior to change</b>	A. 71,873 B. 334,002
<b>Class</b>	A. Ordinary Shares B. Performance Rights under the Company's incentive plans ( <b>Performance Rights</b> )
<b>Number acquired</b>	A. 348,261 B. Nil
<b>Number disposed</b>	A. Nil B. 334,002
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	A. Nil B. Nil
<b>No. of securities held after change</b>	A. 420,134 Ordinary Shares B. 0 Performance Rights

+ See chapter 19 for defined terms.

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<p><b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Further to the Company's Updated Performance Rights Balance announcement on 27 March 2018, Mr Davis holds:</p> <p>A. <b>93,698</b> Ordinary Shares allocated for vested Performance Rights (under 2015 LTIP)</p> <p><b>39,623</b> Ordinary Shares allocated for vested Performance Rights (under 2015 LTIP - an additional allocation of shares at a pre-NZME demerger valuation basis)</p> <p><b>209,073</b> Ordinary Shares allocated for vested Performance Rights (under 2016 TIP)</p> <p><b>5,867</b> Ordinary Shares allocated for vested Performance Rights (under 2016 TIP – for an additional allocation of shares at vesting for dividends paid during 2017)</p> <p>B. – <b>93,698</b> vested Performance Rights converted to Ordinary Shares (under 2015 LTIP)</p> <p>– <b>31,231</b> forfeited Performance Rights (under 2015 TIP)</p> <p>– <b>209,073</b> vested Performance Rights converted to Ordinary Shares (under 2016 TIP)</p>
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### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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