

31 October 2010

Australian Securities Exchange
Companies Announcements Platform
20 Bridge Street
Sydney NSW 2000



**TABCORP BONDS (TAHHA) –
QUARTERLY REPORT TO TRUSTEE AND ASIC**

Please find attached a copy of the report to the Trustee and ASIC in respect of the Company's Tabcorp Bonds issue for the quarter ending 30 September 2010.

Yours faithfully

A handwritten signature in blue ink, appearing to read "K. Willcock", with a long horizontal flourish extending to the right.

Kerry Willcock

Company Secretary

Tabcorp
Holdings Limited

5 Bowen Crescent
Melbourne VIC
Australia 3004

GPO Box 1943
Melbourne VIC
Australia 3001

Tel +61 3 9868 2100
Fax +61 3 9868 2300

www.tabcorp.com.au
ABN 66 063 780 709

31 October 2011

Attention: Corporate Trust
Australian Executor Trustees Limited
207 Kent Street
Sydney NSW 2000
Fax: (02) 9028 5942

Dear Sirs

Tabcorp Bonds (ASX code: TAHHA)

Tabcorp Bonds Trust Deed dated 24 March 2009 between Tabcorp Holdings Limited ("Tabcorp"), Australian Executor Trustees Limited ("Trustee") and various guarantor entities listed in schedule 2 of the trust deed ("Trust Deed")

We now provide the Quarterly Report for the period ending 30 September 2011 ("**Quarterly Period**"). This report is made on 26 October 2011, in accordance with section 283BF of the Corporations Act 2001 ("**Corporations Act**").

1. Section 283BF(4) of the Corporations Act

- a. Tabcorp has complied with the terms of the Tabcorp Bonds ("**Terms**"), the Trust Deed and Chapter 2L of the Corporations Act during the Quarterly Period.
- b. No event has happened during the Quarterly Period that has caused, or could cause, one or more of the following:
 - i. any amount deposited or lent under the Tabcorp Bonds to become immediately payable;
 - ii. the Tabcorp Bonds to become immediately enforceable; or
 - iii. any other right or remedy under the Terms of or provisions of the Trust Deed to become immediately enforceable.
- c. No circumstances arose during the Quarterly Period that materially prejudices Tabcorp, any of its subsidiaries or any of the guarantors.
- d. There has been no substantial change in the nature of the business of Tabcorp, any of its subsidiaries or any of the guarantors that has occurred during the Quarterly Period.
- e. None of the following events happened during the Quarterly Period:
 - i. the appointment of a guarantor;



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- ii. the cessation of liability of a guarantor body for the payment of the whole or part of the money for which it was liable under the guarantee; or
 - iii. a change of name of a guarantor.
- f. Tabcorp has not created any charge during the Quarterly Period.
- g. Tabcorp is not aware of any other matters that may materially prejudice the interests of the Tabcorp Bond holders.

2. Section 283BF(5) of the Corporations Act

- a. Tabcorp has unsecured intercompany loans with various related bodies corporate, which are funded in the ordinary course of Tabcorp's business.
- b. As at the end of the Quarterly Period, the total amount owing by related entities to Tabcorp was \$881.9 million. This represents an increase of \$12.6 million owing by related entities to Tabcorp since 30 June 2011. This amount is unsecured.

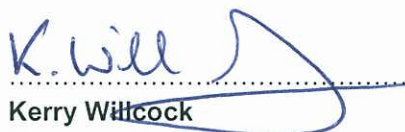
3. Section 283BF(6) of the Corporations Act

Tabcorp did not assume a liability of a related body corporate during the Quarterly Period.

In accordance with a Resolution of the Directors of
Tabcorp Holdings Limited



David Attenborough
Managing Director



Kerry Willcock
Company Secretary

Cc: Australian Securities & Investments Commission