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.

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

Name of entity

Transurban Group

ABN

Transurban International Limited – ABN 90 121 746 825 Transurban Holdings Limited – ABN 86 098 143 429 Transurban Holding Trust – ABN 30 169 362 255

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 Triple Stapled Securities comprising one share in Transurban Holdings Limited, one share in Transurban International Limited and one unit in Transurban Holding Trust ("Stapled Securities").

Number of *securities issued or to be issued (if known) or maximum number which may be issued

21,312,335 pursuant to the security purchase plan announced by Transurban Group on 7 August 2019.

04/03/2013 Appendix 3B Page 1

⁺ See chapter 19 for defined terms.

Principal terms of the 3 *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)

N/A			

Appendix 3B Page 2 04/03/2013

⁺ See chapter 19 for defined terms.

Do the *securities rank equally Yes. However, they are not entitled to the 4 in all respects from the +issue FY19 final distribution of 30.0 cents per date with an existing +class of Stapled Security because that distribution quoted +securities? was paid on 9 August 2019. 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 distribution) trust. interest payment the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment Issue price or consideration 5 \$14.64 Purpose of the issue 6 To fund the Transurban Group's acquisition (If issued as consideration for of the remaining interest in M5 West and the acquisition of assets, clearly for general corporate purposes. identify those assets) Is the entity an +eligible entity 6a N/A that has obtained security holder approval under rule 7.1A? 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 N/A resolution under rule 7.1A was passed Number of *securities issued 6c N/A

under rule 7.1A

under rule 7.1

6d

without security holder approval

Number of *securities issued

with security holder approval

04/03/2013 Appendix 3B Page 3

N/A

⁺ See chapter 19 for defined terms.

6e	Number of *securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A	
6f	Number of *securities issued under an exception in rule 7.2	N/A	
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.	N/A	
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	N/A	
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	N/A	
7	⁺ Issue dates	6 September 2019	
7	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.	o september 2019	
o	Number and ⁺ class of all	Number	+Class
8	*securities quoted on ASX (including the *securities in section 2 if applicable)	2,732,593,682	Stapled Securities

Appendix 3B Page 4 04/03/2013

⁺ See chapter 19 for defined terms.

		Number	+Class
9	Number and +class of all	N/A	
	+securities not quoted on ASX (<i>including</i> the +securities in		
	section 2 if applicable)		
	,		
10	Dividend policy (in the case of a	No change	
	trust, distribution policy) on the	C	
	increased capital (interests)		
Part	2 - Pro rata issue		
11	Is security holder approval	N/A	
	required?		
12	Is the issue renounceable or non-	N/A	
	renounceable?		
10	Ratio in which the *securities	NI / A	
13	will be offered	N/A	
14	*Class of *securities to which the	N/A	
	offer relates		
15	⁺ Record date to determine	N/A	
	entitlements	,	
_	VAZ:11 1 1 1: 1: CC	X7/A	
16	Will holdings on different registers (or subregisters) be	N/A	
	aggregated for calculating		
	entitlements?		
107	Policy for deciding entitlements	NI/A	
17	in relation to fractions	N/A	
0	N		
18	Names of countries in which the entity has security holders who	N/A	
	will not be sent new offer	IN/A	
	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	N/A	
	acceptances of renuncidations	1	

04/03/2013 Appendix 3B Page 5

⁺ See chapter 19 for defined terms.

Appendix 3B New issue announcement

20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A
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	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A

Appendix 3B Page 6 04/03/2013

⁺ See chapter 19 for defined terms.

32	of the	do security holders dispose eir entitlements (except by hrough a broker)?	N/A		
33	⁺ Issue	e date	N/A		
		Luotation of securiti e complete this section if you are a	es oplying for quotation of securities		
34	Type (tick o	of ⁺ securities one)			
(a)		⁺ Securities described in Part	:1		
(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			
Entiti	es tha	t have ticked box 34(a)			
Addit	ional	securities forming a nev	v class of securities		
Tick to docume		e you are providing the informat	tion or		
35			securities, the names of the 20 largest holders of the the number and percentage of additional *securities		
36		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 10,001 - 100,000 100,001 and over			
37		A copy of any trust deed for	the additional *securities		

o4/o3/2013 Appendix 3B Page 7

⁺ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38	Number of *securities for which *quotation is sought	N/A	
39	*Class of *securities for which quotation is sought	N/A	
40	Do the *securities rank equally in all respects from the *issue date with an existing *class of quoted *securities?	N/A	
	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		
41	Reason for request for quotation	N/A	
•	now	11,712	
	Example: In the case of restricted securities, end of restriction period		
	(if issued upon conversion of another *security, clearly identify that other *security)		
		Number	+Class
4.5	Number and taless of all		C1033
42	Number and +class of all +securities quoted on ASX (including the +securities in clause 38)	N/A	

Appendix 3B Page 8 04/03/2013

⁺ 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 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 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:	asic		. Date: 6 September 2010
	(Company secretary)		•

Print name: Amanda Street

== == == ==

04/03/2013 Appendix 3B Page 9

⁺ See chapter 19 for defined terms.