

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **THE STAR ENTERTAINMENT GROUP LIMITED**

ACN/ARSN **149 629 023**

1. Details of substantial holder (1)

Name **PERPETUAL LIMITED and its related bodies corporate**

ACN (if applicable) **000 431 827**

There was a change in the interests of the Substantial holder on **_14_ / _07_ / _2017_**

The previous notice was given to the company on **_07_ / _06_ / _2017_**

The previous notice was dated **_05_ / _06_ / _2017_**

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary	104,124,819	12.61%	121,592,298	14.73%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
	Refer annexure 3				

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
	Refer annexure 1 & 2				

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN (if applicable)	Nature of association
Perpetual Investment Management Limited	Related bodies corporate of Perpetual Limited
Perpetual Trustee Company Limited	Related bodies corporate of Perpetual Limited

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Perpetual Limited	18/123 Pitt Street Sydney, NSW 2000
Perpetual Investment Management Limited	18/123 Pitt Street Sydney, NSW 2000
Perpetual Trustee Company Limited	18/123 Pitt Street Sydney, NSW 2000

Signature

Print name **GLEND A CHARLES**

Capacity **DEPUTY COMPANY SECRETARY**

ANNEXURE 1 - Perpetual Investments Account Codes & Details

Perpetual Investment Management Limited (PIML), subsidiary of Perpetual Limited, as Responsible Entity for:

INTERNAL CODE	REGISTRATION DETAILS
17	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
26	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
33	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
118	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
212	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
649	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
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653	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
651	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
654	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
670	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
695	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
774	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001

855	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2093	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2095	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2124	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2125	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2127	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2128	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2199	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2210	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2219	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2130	RBC Investor Services Australia Nominees Pty Ltd <BKCUST A/C> GPO Box 5430 Sydney NSW 2001
2089	RBC Investor Services Australia Nominees Pty Limited <PICREDIT> GPO Box 5430 Sydney NSW 2001
2086	RBC Investor Services Australia Nominees Pty Ltd <PI CREDIT A/C> GPO Box 5430 Sydney NSW 2001
106	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
133	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001

323	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
669	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
139	RBC Investor Services Australia Nominees Pty Ltd <PIQTE2 A/C> GPO Box 5430 Sydney NSW 2001
44	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000
108	UBS Nominees Pty Ltd Level 16, Chifley Tower 2 Chifley Square Sydney NSW 2000
414	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000
696	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000
941	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000

Perpetual Investment Management Limited (PIML), subsidiary of Perpetual Limited, as Trustee for:

ALL 'SS' CODES	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
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Perpetual Investment Management Limited (PIML), subsidiary of Perpetual Limited, under Investment Management Agreements with:

INTERNAL CODE	REGISTRATION DETAILS
227	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
248	BNP Paribas Noms Pty Ltd P.O. Box R209 Royal Exchange Sydney NSW 1225
702	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
740	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225

786	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2085	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2122	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2131	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2216	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
220	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
221	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
222	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
224	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
2163	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
194	Northern Trust Company Melbourne Branch: HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
779	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2101	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2152	Northern Trust Company Melbourne Branch: HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2161	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001

2172	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
210	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
215	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
230	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
231	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
392	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
394	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
449	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
773	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
788	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
791	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
2100	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
2166	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
711	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
787	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001

2083	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
2097	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
2160	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001

Perpetual Trustee Company Limited as trustee, custodian or nominee

INTERNAL CODE	REGISTRATION DETAILS
T2	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001
T3	The Trust Company Limited GPO Box 4270 Sydney NSW 2001
T4	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001
T6	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001
T7	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001

ANNEXURE 2

PRESENT RELEVANT INTERESTS

ASXCode	Internal Code	Holding
SGR	248	437,153
SGR	17	288,703
SGR	26	685,274
SGR	2130	3,329,185
SGR	194	142,831
SGR	2216	6,902,204
SGR	2166	2,166,057
SGR	711	413,662
SGR	2085	97,803
SGR	212	4,657,824
SGR	2163	8,934,952
SGR	2100	99,379
SGR	702	127,702
SGR	2152	535,804
SGR	649	14,779,822
SGR	230	464,246
SGR	650	2,609,394
SGR	2125	346,766
SGR	786	1,946,833
SGR	2131	299,599
SGR	2124	298,422
SGR	2127	1,250,504
SGR	779	94,207
SGR	651	6,309,898
SGR	670	30,446
SGR	740	178,701
SGR	2097	1,514,338
SGR	941	251,479
SGR	44	12,046,324
SGR	696	5,648,219
SGR	215	728,551
SGR	220	3,841,575
SGR	652	29,808,681
SGR	392	1,012,002
SGR	653	9,060,065
SGR	T2	1,861
SGR	449	251,832

ANNEXURE 3**CHANGES IN RELEVANT INTERESTS**

Account	Security	Volume	Value	AsAtDate
650	SGR	178,244	\$ 905,086.52	14/07/2017
392	SGR	1,012,002	\$ 5,139,316.05	14/07/2017
650	SGR	9,513	\$ 48,044.01	15/06/2017
651	SGR	233,067	\$ 1,183,466.47	14/07/2017
651	SGR	311,358	\$ 1,581,012.14	14/07/2017
2152	SGR	535,804	\$ 2,720,702.94	14/07/2017
652	SGR	1,095,505	\$ 5,562,749.95	14/07/2017
652	SGR	921,891	\$ 4,681,173.62	14/07/2017
2163	SGR	404,719	\$ 2,055,311.01	14/07/2017
2163	SGR	484,366	\$ 2,459,787.58	14/07/2017
941	SGR	251,479	\$ 1,276,958.84	14/07/2017
653	SGR	273,958	\$ 1,391,102.60	14/07/2017
2163	SGR	428,481	\$ 2,137,356.21	20/06/2017
2085	SGR	97,803	\$ 496,679.38	14/07/2017
2166	SGR	177,515	\$ 901,384.80	14/07/2017
653	SGR	185,000	\$ 949,879.19	14/06/2017
653	SGR	165,501	\$ 849,745.36	14/06/2017
653	SGR	40,566	\$ 205,969.58	13/06/2017
653	SGR	185,000	\$ 934,445.01	08/06/2017
653	SGR	185,335	\$ 936,137.11	08/06/2017
2097	SGR	119,626	\$ 607,436.32	14/07/2017
2097	SGR	25,943	\$ 129,069.99	12/07/2017
2097	SGR	55,000	\$ 279,096.95	06/07/2017
2097	SGR	85,000	\$ 434,166.51	05/07/2017
44	SGR	829,036	\$ 4,209,674.96	14/07/2017
2097	SGR	4,066	\$ 20,876.40	14/06/2017
44	SGR	126,986	\$ 641,324.12	15/06/2017
2097	SGR	27,680	\$ 140,542.28	13/06/2017
2097	SGR	28,482	\$ 143,864.13	08/06/2017
2100	SGR	99,379	\$ 504,626.20	14/07/2017
696	SGR	946,746	\$ 4,807,382.22	14/07/2017
449	SGR	251,832	\$ 1,278,894.94	14/07/2017
696	SGR	500,000	\$ 2,503,843.75	15/06/2017
702	SGR	127,702	\$ 648,517.43	14/07/2017
194	SGR	142,831	\$ 725,348.02	14/07/2017
711	SGR	32,996	\$ 167,565.74	14/07/2017
711	SGR	12,984	\$ 65,581.15	15/06/2017
212	SGR	236,686	\$ 1,201,843.02	14/07/2017
17	SGR	288,703	\$ 1,465,974.69	14/07/2017
740	SGR	178,701	\$ 907,508.99	14/07/2017
212	SGR	75,000	\$ 385,086.16	14/06/2017
212	SGR	32,400	\$ 164,507.58	13/06/2017
215	SGR	728,551	\$ 3,699,848.26	14/07/2017
2124	SGR	24,267	\$ 123,222.85	14/07/2017
2124	SGR	- 28,961	\$ 144,773.21	11/07/2017
2125	SGR	25,009	\$ 126,990.57	14/07/2017
2125	SGR	- 24,941	\$ 126,973.65	10/07/2017

2216	SGR	248,958	\$	1,264,299.72	14/07/2017
2216	SGR	249,841	\$	1,268,783.91	14/07/2017
220	SGR	947,706	\$	4,812,797.45	14/07/2017
2127	SGR	103,550	\$	525,805.69	14/07/2017
220	SGR	300,000	\$	1,515,276.09	15/06/2017
779	SGR	94,207	\$	478,417.57	14/07/2017
2130	SGR	192,308	\$	976,500.62	14/07/2017
230	SGR	464,246	\$	2,357,610.87	14/07/2017
786	SGR	153,753	\$	780,813.93	14/07/2017
786	SGR	14,057	\$	69,943.36	12/07/2017
2131	SGR	299,599	\$	1,521,302.34	14/07/2017
649	SGR	906,529	\$	4,603,168.53	14/07/2017
786	SGR	70,433	\$	361,670.54	14/06/2017
786	SGR	19,354	\$	98,278.94	13/06/2017
786	SGR	101,183	\$	511,138.22	08/06/2017
26	SGR	685,274	\$	3,479,680.98	14/07/2017
248	SGR	437,153	\$	2,220,022.72	14/07/2017
649	SGR	50,517	\$	255,128.68	15/06/2017