

**Form 603
Corporations Act 2001
Section 671B**

Notice of Initial Substantial Holder

To: **ARDENT LEISURE GROUP LIMITED**

ACN/ARSN:

1. Details of substantial holder (1)

Name: FIL Limited and the entities listed in Annexure A ("FIL")

ACN/ARSN (if applicable)

The holder became a substantial holder on 30 November 2018

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of Securities (4)	Number of securities	Person's votes (5)	Voting power (6)
COMMON STOCK	40,598,808	40,598,808	8.46%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Refer to Annexure A

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Refer to Annexure A

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Date of Acquisition	Holder of Relevant Interest	Consideration (9)	Class and Number of Securities
		AUD \$	Common stock
11/30/2018	FIL	2.1664	4,745,115
11/30/2018	FIL	2.3060	155,886
11/30/2018	FIL	2.4101	10,209,749
11/30/2018	FIL	2.1415	33,481
11/30/2018	FIL	1.9811	338
11/30/2018	FIL	1.9540	1,125
11/30/2018	FIL	2.3131	4,463,333

11/30/2018	FIL	2.4240	3,820,260
11/30/2018	FIL	2.4189	12,634,030
11/30/2018	FIL	2.4101	3,124,976
11/30/2018	FIL	2.2884	1,410,515
		Scheme of Arrangement	40,598,808

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are all follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

7. Addresses

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

Refer to Annexure A



Sign Here _____

Dated: 04 December 2018

Jen Li

Head of Regulatory Reporting, Asia Pacific

Duly authorized under Powers of Attorney by and on behalf of FIL Limited

Annexure A

Investment Manager	Address	Custodian	Nature of Relevant Interest	Sum of Numerator Shares
FIL INVESTMENT MANAGEMENT (AUSTRALIA) LIMITED	Level 11, 167 Macquarie Street, Sydney, NSW 2000, Australia	BROWN BROTHERS HARRIMAN AND CO	Investment Discretion / Voting Power	155,886
		JP MORGAN, BOURNEMOUTH (C)		28,999,409
		NATIONAL ASTL BK MELBOURNE (S)		3,124,976
		NORTHERN TRUST LONDON (C)		4,463,333
FIL INVESTMENT MANAGEMENT (HONG KONG) LIMITED	Level 21, Two Pacific Place, 88 Queensway, Admiralty, Hong Kong	CITIBANK LONDON		3,820,260
FIL LIMITED	Pembroke Hall, 42 Crow Lane, Pembroke, Bermuda	BROWN BROS HARRIMN LTD LUX (C)		34,944
Grand Total				40,598,808