

Form 604

Corporations Law

Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Ardent Leisure Group Limited (ASX: ALG)

ACN/ARSN 628 881 603

1. Details of substantial holder (1)

Name Viburnum Funds Pty Ltd ("Viburnum") and each of the parties listed in Annexure A

ABN (if applicable) 26 126 348 990

There was a change in the interests of the substantial holder on 10/05/2019

The previous notice was given to the company on 04/01/2018

The previous notice was dated 04/01/2018

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)
Fully Paid Ordinary Shares ("FPO")	53,942,531	11.48%	62,758,451	13.08%

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 a 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
28 / 02 / 2018	Viburnum	Purchase of shares via DRP	\$ 180,199	91,124 FPO	91,124
31 / 08 / 2018	Ariadne Parties (refer to Annexure A)	Purchase of shares via DRP	Refer to the substantial holder notice released to ASX on 18 April 2019 ("Ariadne SHN")	1,460,399 FPO	1,460,399
10 / 04 / 2019 – 17 / 04 / 2019	Viburnum	Purchase of shares on market	\$ 3,957,601	3,264,397 FPO	3,264,397
10 / 05 / 2019	Viburnum	Purchase of shares on market	\$ 4,980,000	4,000,000 FPO	4,000,000

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
Viburnum	JP Morgan Nominees Australia Ltd	Viburnum	Power to (or to control) exercise vote and/or dispose of the securities as discretionary investment managers or advisers of superannuation funds, pooled superannuation trusts, managed investment schemes and investment management agreements.	17,414,134 FPO	17,414,134
Viburnum Associates (refer to Annexure A)	As above	As above	Relevant interest under section 608(3)(a) and/or 608(3)(b) of the Corporations Act 2001 (Cth).		
Ariadne Parties (refer to Annexure A)	Refer to Ariadne SHN	Refer to Ariadne SHN	Refer to Ariadne SHN	45,344,317 FPO	45,344,317

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/ARSN (if applicable)	Nature of association
N/A	N/A

6. Addresses

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

Name	Address
Viburnum and Viburnum Subsidiaries	31 Carrington Street, Nedlands, WA, 6009
Viburnum Associates	Level 19, 225 St Georges Terrace, Perth, WA, 6000
Ariadne Australia Ltd, Ariadne Holdings Pty Ltd, Portfolio Services Pty Ltd	Level 27, The Chifley Tower, 2 Chifley Square, Sydney, NSW, 2000
Bivaru Pty Ltd	c/- Level 27, The Chifley Tower, 2 Chifley Square, Sydney, NSW, 2000
Kayaal Pty Ltd as trustee for the Kayaal Trust	GPO Box 2487, Brisbane, QLD, 4001

Signature

Print Name David St Quintin

Capacity Company Secretary

Sign Here



Date 14 / 05 / 2019

Annexure A to form 604

This is Annexure A of 1 page referred to in ASIC form 604 (Notice of change of interests of substantial holder), for Ardent Leisure Group Limited



David St Quintin
Company Secretary
14 May 2019

Viburnum Funds Pty Ltd Subsidiaries ("**Viburnum Subsidiaries**"):

Viburnum Management Pty Ltd (ACN 126 937 424)
Viburnum Holdings (Singapore) Pte. Ltd.
V3 Trustees Pte. Ltd.
V3 Management Pte. Ltd.
Viburnum Management Pte. Ltd.

Viburnum Funds Pty Ltd Associates ("**Viburnum Associates**"):

Wyllie Funds Management Pty Ltd (ACN 125 989 693)
Wyllie Group Pty Ltd (ACN 008 763 120)

"**Ariadne Parties**":

Ariadne Australia Ltd (ACN 010 474 067)
Ariadne Holdings Pty. Ltd. (ACN 008 460 357)
Portfolio Services Pty Ltd (ACN 010 565 670)
Bivaru Pty Ltd (ACN 003 020 184)
Kayaal Pty. Ltd. (ACN 065 998 996) as trustee for the Kayaal Trust