



# Cover Letter

**To:** ASX Company Announcements Platform

20 Bridge Street, Sydney NSW 2000

By email: [MAOGroup@asx.com.au](mailto:MAOGroup@asx.com.au)

**From:** Cynthia Yu

Citigroup Global Markets Australia Pty Limited

**Date:** 22 March 2024

**Pages:** 8 (including cover sheet)

**Subject:** Updated Submission of Form 603 re: ST BARBARA Ltd [SBM.AX]

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## Information

Citigroup Global Markets Australia Pty Limited (Citi) is relodging its Form 603 re: ST BARBARA Ltd [SBM.AX] submitted to ASX on 21 March 2024. Upon reviewing the submitted form, Citi identified an inadvertent error in the reported number of securities. The amount reported for "Number of securities" and "Persons Vote" were incorrectly reported as 817,970,380 and should have been reported as 47,029,721. The following submission contains the updated information.

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## Notice of initial substantial shareholder

Form 603  
Corporations Act  
Section 671B

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To: ST BARBARA Ltd ("SBM", Ordinary Fully Paid)

### 1. Details of substantial shareholder

Citigroup Global Markets Australia Pty Limited (ACN 003 114 832) and each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit [www.citigroup.com](http://www.citigroup.com)).

The holder became a substantial holder on 19 March 2024.

### 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 had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

| Class of securities | Number of securities | Person's vote | Voting Power |
|---------------------|----------------------|---------------|--------------|
| Ordinary Fully Paid | 47,029,721           | 47,029,721    | 5.7496%      |

### 3. Details of relevant interests

| Holder of relevant interest                    | Nature of relevant interest  | Class and number of securities    |
|--|--|-----------------------------------|
| Citigroup Global Markets Limited               | Citigroup Global Markets Limited holds a relevant interest in these shares pursuant to contracts entered into subject to an obligation to return under a securities lending agreement <u>and</u> pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange, containing no terms and conditions other than standard terms and conditions. Refer Annexure A. | 5,351<br>Ordinary Fully Paid      |
| Citibank, N.A. Sydney Branch                   | Citibank, N.A. Sydney Branch holds a relevant interest in these shares acting as Agent Lender and as the holder of securities subject to an obligation to return under a securities lending agreement.   | 23,219,398<br>Ordinary Fully Paid |
| Citigroup Global Markets Australia Pty Limited | Citigroup Global Markets Australia Pty Limited holds a relevant interest in these shares pursuant to contracts entered into subject to an obligation to return under a securities lending agreement. Refer Annexure A.   | 23,400,000<br>Ordinary Fully Paid |

|                              |  |                                |
|------------------------------|--|--------------------------------|
| Citigroup Global Markets Inc | Citigroup Global Markets Inc holds a relevant interest in these shares pursuant to contracts entered into subject to an obligation to return under a securities lending agreement. Refer Annexure A. | 404,972<br>Ordinary Fully Paid |
|------------------------------|--|--------------------------------|

#### 4. Details of present registered holders

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

| Holder of relevant interest                    | Registered holder of securities | Class and number of securities    |
|--|---------------------------------|-----------------------------------|
| Citigroup Global Markets Limited               | Citicorp Nominees Pty Limited   | 5,351<br>Ordinary Fully Paid      |
| Citibank, N.A. Sydney Branch                   | Various                         | 23,219,398<br>Ordinary Fully Paid |
| Citigroup Global Markets Australia Pty Limited | Citicorp Nominees Pty Limited   | 23,400,000<br>Ordinary Fully Paid |
| Citigroup Global Markets Inc                   | Citicorp Nominees Pty Limited   | 404,972<br>Ordinary Fully Paid    |

#### 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:

| Holder of relevant interest                    | Date of acquisition | Consideration                 | Class and number of securities    |
|--|---------------------|-------------------------------|-----------------------------------|
| Citigroup Global Markets Limited               | Various             | Various                       | 5,351<br>Ordinary Fully Paid      |
| Citibank, N.A. Sydney Branch                   | Various             | Various<br>(Refer Annexure A) | 23,219,398<br>Ordinary Fully Paid |
| Citigroup Global Markets Australia Pty Limited | Various             | Various                       | 23,400,000<br>Ordinary Fully Paid |
| Citigroup Global Markets Inc                   | Various             | Various                       | 404,972<br>Ordinary Fully Paid    |

#### 6. Associates

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

| Name and ACN/ARSN (if applicable)              | Nature of association   |
|--|---|
| Citigroup Global Markets Limited               | Each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit <a href="http://www.citigroup.com">www.citigroup.com</a> ). |
| Citibank, N.A. Sydney Branch                   | Each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit <a href="http://www.citigroup.com">www.citigroup.com</a> ). |
| Citigroup Global Markets Australia Pty Limited | Each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit <a href="http://www.citigroup.com">www.citigroup.com</a> ). |
| Citigroup Global Markets Inc                   | Each of the related bodies corporate in the Citigroup group of companies worldwide (for more details please visit <a href="http://www.citigroup.com">www.citigroup.com</a> ). |

## 7. Addresses

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

| Name   | Address   |
|--|---|
| Citigroup Global Markets Limited               | Citigroup Centre, Canary Wharf<br>33 Canada Square<br>London, E14 5LB, United Kingdom |
| Citibank, N.A. Sydney Branch                   | Citigroup Centre<br>2 Park St Sydney, NSW 2000 Australia                              |
| Citigroup Global Markets Australia Pty Limited | Citigroup Centre<br>2 Park St Sydney, NSW 2000 Australia                              |
| Citigroup Global Markets Inc                   | 388 Greenwich St<br>New York, NY 10013, United States                                 |

Dated this day, 21 March 2024.



Alyson Sosa  
Markets & Securities Services Compliance Australia  
**Citigroup Global Markets Australia Pty Limited**  
T: +61 2 8225 4845 (Alyson)

## Annexure A

This is Annexure A of 2 pages referred to in Form 603 '*Notice of initial substantial holder*'



Alyson Sosa

21 March 2024

| Schedule (Loan)                                   |   |
|---|---|
|   |   |
| Type of Agreement                                 | AMSLA / GMSLA / MSLA  |
|   |   |
| Parties to Agreement                              | Various   |
|   |   |
| Transfer date                                     | Various   |
|   |   |
| Holder of voting rights                           | Borrower  |
|   |   |
| Are there any restrictions on voting rights?      | No  |
|   |   |
| Scheduled return date                             | Unknown   |
|   |   |
| Does the borrower have the right to return early? | Yes   |
| If yes, details                                   | Standard AMSLA / GMSLA / MSLA terms   |
|   |   |
| Does the lender have the right to recall early?   | Yes   |
| If yes, details                                   | Standard AMSLA / GMSLA / MSLA terms   |
|   |   |
| Will the securities be returned on settlement?    | n/a   |
|   |   |
| Statement   | If requested by the company to whom the prescribed form must be given, or if requested by ASIC, Citi will give a copy of the AMSLA / GMSLA / MSLA to the company or ASIC. |

| Schedule (Agency Lending Agreement)   |   |
|---|---|
|   |   |
| <b>Type of Agreement</b>  | Securities Lending Agency Agreement (SLAA)  |
|   |   |
| <b>Parties to Agreement</b>   | Various   |
|   |   |
| <b>Circumstances under which the agent lender can exercise the authorisations in relation to the securities</b>         | Agent Lender can only exercise authority, as agent, in relation to the lender's securities as defined and agreed in the Securities Lending Agency Agreement.  |
|   |   |
| <b>Circumstances under which the agent lender is subject to any restrictions in how it can deal with the securities</b> | Lenders will define the restrictions and/or securities lending parameters in the Securities Lending Agency Agreement entered into with the lending agent. Such restrictions/parameters include specific designated accounts, lendable limits, acceptable collateral and/or cash reinvestment guidelines.                    |
|   |   |
| <b>Does the agent lender have the right to recall early?</b>  | Agent Lenders have the right to early recall on behalf of Lender's instructions. However, the expectation is the Lender and Borrower would have mutually agreed no sales/recall of the securities during the duration of the loan term. Hence, borrowers are not obligated to return the securities early for termed loans. |
| <b>If yes, details</b>  | Authorised under the standard Securities Lending Agency Agreement terms.  |
|   |   |
| <b>Statement</b>  | If requested by the company to whom the prescribed form must be given, or if requested by ASIC, Citi will give a copy of the authorisation agreement to the company or ASIC.  |

| Schedule (Collateral)                             |   |
|---|---|
|   |   |
| Type of Agreement                                 | AMSLA / GMSLA / MSLA  |
|   |   |
| Parties to Agreement                              | Various   |
|   |   |
| Transfer date                                     | Various   |
|   |   |
| Holder of voting rights                           | Borrower  |
|   |   |
| Are there any restrictions on voting rights?      | No  |
|   |   |
| Scheduled return date                             | Unknown   |
|   |   |
| Does the borrower have the right to recall early? | Yes   |
| If yes, details                                   | Borrower can instruct their Triparty/Collateral Agent   |
|   |   |
| Does the lender have the right to return early?   | No  |
| If yes, details                                   |   |
|   |   |
| Will the securities be returned on settlement?    | n/a   |
|   |   |
| Statement   | If requested by the company to whom the prescribed form must be given, or if requested by ASIC, Citi will give a copy of the AMSLA / GMSLA / MSLA to the company or ASIC. |

| Schedule (Agency Lending Agreement - Collateral)  |  |
|---|--|
|   |  |
| <b>Type of Agreement</b>  | Securities Lending Agency Agreement (SLAA)   |
|   |  |
| <b>Parties to Agreement</b>   | Various  |
|   |  |
| <b>Circumstances under which the agent lender can exercise the authorisations in relation to the securities</b>         | Agent Lender cannot exercise any authorisation with respect to the securities held as collateral by the Triparty Custodian/Agent.  |
|   |  |
| <b>Circumstances under which the agent lender is subject to any restrictions in how it can deal with the securities</b> | Agent Lender has no access to the collateral held by the Triparty Custodian/Agent, till an event of default occurs and collateral is ring fenced and becomes accessible.     |
|   |  |
| <b>Does the agent lender have the right to return early?</b>  | No   |
| <b>If yes, details</b>  |  |
| <b>Statement</b>  | If requested by the company to whom the prescribed form must be given, or if requested by ASIC, Citi will give a copy of the Authorisation Agreement to the company or ASIC. |