

**Form 604
Corporations Act 2001
Section 671B**

Notice of Change of Interests of Substantial Holder

To: **Ardent Leisure Group**

ACN/ARSN:

1. Details of substantial holder (s)

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

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on	15 June 2015
The previous notice was given to the company on	20 May 2015
The previous notice was dated	20 May 2015

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 Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
Stapled Security	26,774,030	6.05%	31,245,244	7.06%

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
			AUD \$	Stapled Security	Stapled Security
5/19/2015	FIL	BUY	2.15	5,819	5,819
5/19/2015	FIL	BUY	2.15	168,387	168,387
5/19/2015	FIL	BUY	2.15	2,915	2,915
5/19/2015	FIL	BUY	2.15	2,985	2,985
5/19/2015	FIL	BUY	2.15	63,779	63,779
5/19/2015	FIL	BUY	2.15	20,608	20,608
5/19/2015	FIL	BUY	2.15	48,152	48,152
5/19/2015	FIL	BUY	2.15	19,971	19,971
5/19/2015	FIL	BUY	2.15	53,945	53,945
5/19/2015	FIL	BUY	2.15	111,833	111,833
5/19/2015	FIL	BUY	2.15	4,312	4,312

5/20/2015	FIL	BUY	2.15	5,992	5,992
5/20/2015	FIL	BUY	2.15	173,395	173,395
5/20/2015	FIL	BUY	2.15	896	896
5/20/2015	FIL	BUY	2.15	3,073	3,073
5/20/2015	FIL	BUY	2.15	65,676	65,676
5/20/2015	FIL	BUY	2.15	21,220	21,220
5/20/2015	FIL	BUY	2.15	49,583	49,583
5/20/2015	FIL	BUY	2.15	20,564	20,564
5/20/2015	FIL	BUY	2.15	55,548	55,548
5/20/2015	FIL	BUY	2.15	115,157	115,157
5/20/2015	FIL	BUY	2.15	4,440	4,440
5/21/2015	FIL	BUY	2.15	5,433	5,433
5/21/2015	FIL	BUY	2.15	157,198	157,198
5/21/2015	FIL	BUY	2.15	2,954	2,954
5/21/2015	FIL	BUY	2.15	59,540	59,540
5/21/2015	FIL	BUY	2.15	19,238	19,238
5/21/2015	FIL	BUY	2.15	44,951	44,951
5/21/2015	FIL	BUY	2.15	18,644	18,644
5/21/2015	FIL	BUY	2.15	50,359	50,359
5/21/2015	FIL	BUY	2.15	104,400	104,400
5/21/2015	FIL	BUY	2.15	4,026	4,026
5/22/2015	FIL	BUY	2.17	2,920	2,920
5/22/2015	FIL	BUY	2.17	11,848	11,848
5/22/2015	FIL	BUY	2.17	2,920	2,920
5/22/2015	FIL	BUY	2.17	7,161	7,161
5/22/2015	FIL	BUY	2.17	2,920	2,920
5/22/2015	FIL	BUY	2.17	3,388	3,388
5/22/2015	FIL	BUY	2.17	2,920	2,920
5/22/2015	FIL	BUY	2.17	3,796	3,796
5/22/2015	FIL	BUY	2.17	7,869	7,869
5/22/2015	FIL	BUY	2.17	2,920	2,920
5/25/2015	FIL	BUY	2.12	5,619	5,619
5/25/2015	FIL	BUY	2.12	179,194	179,194
5/25/2015	FIL	BUY	2.12	3,870	3,870
5/25/2015	FIL	BUY	2.12	108,300	108,300
5/25/2015	FIL	BUY	2.12	21,594	21,594
5/25/2015	FIL	BUY	2.12	51,241	51,241
5/25/2015	FIL	BUY	2.12	20,907	20,907
5/25/2015	FIL	BUY	2.12	57,406	57,406
5/25/2015	FIL	BUY	2.12	119,009	119,009
5/25/2015	FIL	BUY	2.12	3,992	3,992
5/26/2015	FIL	BUY	2.15	2,972	2,972
5/26/2015	FIL	BUY	2.15	46,201	46,201
5/26/2015	FIL	BUY	2.15	2,972	2,972
5/26/2015	FIL	BUY	2.15	27,922	27,922
5/26/2015	FIL	BUY	2.15	5,568	5,568
5/26/2015	FIL	BUY	2.15	13,211	13,211
5/26/2015	FIL	BUY	2.15	5,391	5,391
5/26/2015	FIL	BUY	2.15	14,801	14,801
5/26/2015	FIL	BUY	2.15	30,683	30,683
5/26/2015	FIL	BUY	2.15	2,972	2,972
5/27/2015	FIL	BUY	2.14	3,025	3,025
5/27/2015	FIL	BUY	2.14	16,255	16,255
5/27/2015	FIL	BUY	2.14	3,025	3,025

5/27/2015	FIL	BUY	2.14	9,824	9,824
5/27/2015	FIL	BUY	2.14	3,025	3,025
5/27/2015	FIL	BUY	2.14	4,648	4,648
5/27/2015	FIL	BUY	2.14	3,025	3,025
5/27/2015	FIL	BUY	2.14	5,208	5,208
5/27/2015	FIL	BUY	2.14	10,795	10,795
5/27/2015	FIL	BUY	2.14	3,025	3,025
5/28/2015	FIL	BUY	2.13	3,043	3,043
5/28/2015	FIL	BUY	2.13	82,830	82,830
5/28/2015	FIL	BUY	2.13	3,043	3,043
5/28/2015	FIL	BUY	2.13	50,061	50,061
5/28/2015	FIL	BUY	2.13	9,819	9,819
5/28/2015	FIL	BUY	2.13	23,686	23,686
5/28/2015	FIL	BUY	2.13	9,492	9,492
5/28/2015	FIL	BUY	2.13	26,535	26,535
5/28/2015	FIL	BUY	2.13	55,010	55,010
5/28/2015	FIL	BUY	2.13	3,043	3,043
5/29/2015	FIL	BUY	2.14	3,056	3,056
5/29/2015	FIL	BUY	2.14	45,684	45,684
5/29/2015	FIL	BUY	2.14	3,056	3,056
5/29/2015	FIL	BUY	2.14	27,610	27,610
5/29/2015	FIL	BUY	2.14	5,416	5,416
5/29/2015	FIL	BUY	2.14	13,063	13,063
5/29/2015	FIL	BUY	2.14	5,235	5,235
5/29/2015	FIL	BUY	2.14	14,635	14,635
5/29/2015	FIL	BUY	2.14	30,340	30,340
5/29/2015	FIL	BUY	2.14	3,056	3,056
6/2/2015	FIL	BUY	2.19	2,998	2,998
6/2/2015	FIL	BUY	2.19	149,199	149,199
6/2/2015	FIL	BUY	2.19	3,197	3,197
6/2/2015	FIL	BUY	2.19	90,172	90,172
6/2/2015	FIL	BUY	2.19	17,687	17,687
6/2/2015	FIL	BUY	2.19	42,665	42,665
6/2/2015	FIL	BUY	2.19	17,097	17,097
6/2/2015	FIL	BUY	2.19	47,797	47,797
6/2/2015	FIL	BUY	2.19	99,088	99,088
6/2/2015	FIL	BUY	2.19	1,404	1,404
6/3/2015	FIL	BUY	2.17	2,965	2,965
6/3/2015	FIL	BUY	2.17	190,783	190,783
6/3/2015	FIL	BUY	2.17	4,087	4,087
6/3/2015	FIL	BUY	2.17	115,305	115,305
6/3/2015	FIL	BUY	2.17	22,617	22,617
6/3/2015	FIL	BUY	2.17	54,555	54,555
6/3/2015	FIL	BUY	2.17	21,862	21,862
6/3/2015	FIL	BUY	2.17	61,119	61,119
6/3/2015	FIL	BUY	2.17	126,707	126,707
6/4/2015	FIL	BUY	2.14	948	948
6/4/2015	FIL	BUY	2.14	75,132	75,132
6/4/2015	FIL	BUY	2.14	1,610	1,610
6/4/2015	FIL	BUY	2.14	45,408	45,408
6/4/2015	FIL	BUY	2.14	8,907	8,907
6/4/2015	FIL	BUY	2.14	21,485	21,485
6/4/2015	FIL	BUY	2.14	8,609	8,609
6/4/2015	FIL	BUY	2.14	24,069	24,069

6/4/2015	FIL	BUY	2.14	49,898	49,898
6/11/2015	FIL	BUY	2.14	3,008	3,008
6/11/2015	FIL	BUY	2.14	22,014	22,014
6/11/2015	FIL	BUY	2.14	6,467	6,467
6/11/2015	FIL	BUY	2.14	29,017	29,017
6/11/2015	FIL	BUY	2.14	10,974	10,974
6/11/2015	FIL	BUY	2.14	8,748	8,748
6/11/2015	FIL	BUY	2.14	6,688	6,688
6/11/2015	FIL	BUY	2.14	3,008	3,008
6/11/2015	FIL	BUY	2.14	3,008	3,008
6/12/2015	FIL	BUY	2.16	4,558	4,558
6/12/2015	FIL	BUY	2.16	29,619	29,619
6/12/2015	FIL	BUY	2.16	8,701	8,701
6/12/2015	FIL	BUY	2.16	39,042	39,042
6/12/2015	FIL	BUY	2.16	14,766	14,766
6/12/2015	FIL	BUY	2.16	11,771	11,771
6/12/2015	FIL	BUY	2.16	8,998	8,998
6/12/2015	FIL	BUY	2.16	2,977	2,977
6/12/2015	FIL	BUY	2.16	3,231	3,231
6/15/2015	FIL	BUY	2.18	52,523	52,523
6/15/2015	FIL	BUY	2.18	15,430	15,430
6/15/2015	FIL	BUY	2.18	69,231	69,231
6/15/2015	FIL	BUY	2.18	26,181	26,181
6/15/2015	FIL	BUY	2.18	20,872	20,872
6/15/2015	FIL	BUY	2.18	15,956	15,956
6/15/2015	FIL	BUY	2.18	4,278	4,278
6/15/2015	FIL	BUY	2.18	5,730	5,730
			Total Buy	4,471,214	4,471,214

4. Present Relevant Interest

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

Refer to Annexure A

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:

NA

6. Addresses

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

Refer to Annexure A



Sign Here: _____

Dated: 17 June 2015

Kelvin Lo

Head of Regulatory Reporting, Asia Pacific

Duly authorized under Powers of Attorney 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	BROWN BROTHERS HARRIMAN AND CO CITIBANK LONDON CITIBANK LTD MELBOURNE (C) JP MORGAN, BOURNEMOUTH (C) NATIONAL ASTL BK MELBOURNE (S) NORTHERN TRUST LONDON (C)	Investment Discretion/ Voting Power	53,501 1,518,649 2,493,357 9,302,090 1,612,584 58,555
FIL INVESTMENT MANAGEMENT (HONG KONG) LIMITED	Suite 2201, Level 22, Two Pacific Place, 88 Queensway, Admiralty, Hong Kong	BROWN BROS HARRIMN LTD LUX (C) CLEARSTREAM BANKING SA LUX (C) MASTER TRUST BANK OF JAPAN (C)		4,580,244 116,117 141,787
FIL INVESTMENT MANAGEMENT (SINGAPORE) LIMITED	One Marina Boulevard #28-00, Singapore 018989	BROWN BROS HARRIMN LTD LUX (C) BROWN BROTHERS HARRIMAN AND CO CITIBANK NA, HONG KONG BR (S) HSBC BANK PLC (C) JP MORGAN, BOURNEMOUTH (C) MASTER TRUST BANK OF JAPAN (C) NOMURA TRUST AND BANKING (C) NORTHERN TRUST LUX (C)		157,292 131,184 1,133,393 5,465,886 2,143,291 19,611 176,840 1,640,437
FIL INVESTMENT SERVICES (UK) LIMITED	Oakhill House, 130 Tonbridge Road, Hildenborough, Kent, TN11 9DZ, United Kingdom	JP MORGAN, BOURNEMOUTH (C)		31,324
FIL PENSION MANAGEMENT	Pembroke Hall, 42 Crow Lane, Pembroke, Bermuda	JPMORGAN CHASE BANK NA LDN		469,102
			Grand Total:	31,245,244