

SHAREHOLDER INFORMATION

AS AT 23 AUGUST 2019

ORDINARY SHARE CAPITAL

The Star Entertainment Group Limited has 917,322,730 fully paid ordinary shares on issue.

SHAREHOLDING RESTRICTIONS

The Star Entertainment Group's Constitution, as well as certain agreements entered into with the New South Wales Independent Liquor and Gaming Authority and the Queensland Office of Liquor and Gaming Regulation, contain certain restrictions prohibiting an individual from having a voting power of more than 10% in The Star Entertainment Group without the written consent of the New South Wales Independent Liquor and Gaming Authority and of the Queensland Minister. The Star Entertainment Group may refuse to register any transfer of shares which would contravene these shareholding restrictions or require divestiture of the shares that cause an individual to exceed the shareholding restrictions.

In July 2012, written consent was granted by the New South Wales Independent Liquor and Gaming Authority and the relevant Queensland Minister for Perpetual Investment Management Limited to increase its shareholding in The Star Entertainment Group from 10% up to a maximum of 15% of issued shares.

VOTING RIGHTS

All ordinary shares issued by The Star Entertainment Group Limited carry one vote per share. Performance options and performance rights do not carry any voting rights.

Gambling legislation in New South Wales and Queensland and The Star Entertainment Group's Constitution contain provisions regulating the exercise of voting rights by persons with prohibited shareholding interests, as well as the regulation of shareholding interests.

The relevant Minister has the power to request information to determine whether a person has a prohibited shareholding interest. If a person fails to furnish these details within the time specified or, in the opinion of the Minister, the information is false or misleading, then the Minister can declare the voting rights of those shares suspended.

Failure to comply with gambling legislation in New South Wales and Queensland or The Star Entertainment Group's Constitution, including the shareholder restrictions mentioned above, may result in suspension of voting rights.

EQUITY PLACEMENT

On 29 March 2018, The Star Entertainment Group Limited announced that:

- a) it had entered into a subscription agreement dated 28 March 2018 with its joint venture partners, Chow Tai Fook Enterprises Limited (CTF) and Far East Consortium International Limited (FEC) (Subscription Agreement) under which the respective nominated entities of each of CTF and FEC separately acquire 45,825,000 new fully paid ordinary shares in The Star Entertainment Group (equivalent to a 4.99% stake each) at \$5.35 per share, for a total consideration of \$245,163,750 each; and
- b) in addition to existing agreements, The Star Entertainment Group had entered into a Strategic Alliance Agreement with CTF and FEC which provides a framework for the three parties to work together further to grow The Star Entertainment Group's properties and businesses, collaborate on potentially mutually beneficial development opportunities and establish a marketing alliance (Strategic Alliance).

In accordance with the terms of the Subscription Agreement, 45,825,000 new fully paid ordinary shares were issued to each of the respective nominated entities of CTF and FEC on 16 April 2018.

TOP-UP RIGHT

The Subscription Agreement grants to CTF and FEC certain top-up rights that entitles each of them to participate in future equity raisings undertaken by The Star Entertainment Group during the term of the Strategic Alliance in order to maintain their pre-equity raising ownership interests (Top-Up Right).

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The ASX has granted The Star Entertainment Group a waiver from listing rule 6.18 which prohibits an entity from granting an option exercisable over a percentage of the entity's capital. The waiver granted by ASX permits CTF and FEC (and their nominees) to maintain, by way of a right to participate in any issue of shares or to subscribe for shares, their percentage relevant interest in the issued share capital of The Star Entertainment Group in respect of a diluting event.

The waiver from listing rule 6.18 is subject to the terms and conditions imposed by ASX which are set out in The Star Entertainment Group's ASX Announcement dated 21 May 2018, including a requirement that a summary of the Top-Up Right be included in each Annual Report.

In accordance with the Top-Up Right, if The Star Entertainment Group undertakes an equity raising during the term of the Strategic Alliance which would result in The Star Entertainment Group issuing 1% or more of its share capital (or would have such an effect in the case of an issue of convertible securities) (Equity Raising), then The Star Entertainment Group must give each of CTF and FEC (or their respective nominees) an opportunity to participate in the Equity Raising on a basis that allows them to maintain their pre-Equity Raising shareholding percentage.

CTF and FEC (or their respective nominees) will be entitled to participate in the Equity Raising on the same terms and conditions (including price) as all other participants in the Equity Raising.

The Top-Up Right does not operate in respect of issues of securities:

- under a dividend or distribution plan;
- under an employee incentive scheme (including on the conversion of any convertible securities issued under any such scheme);
- pursuant to any takeover bid or scheme of arrangement; or
- as consideration for the acquisition of an asset by The Star Entertainment Group or any of its related bodies corporate.

The Top-Up Right will automatically terminate in circumstances where:

- CTF or FEC or their respective nominees and affiliates (as applicable) cease to hold the shares issued under the Subscription Agreement; or
- the waiver of ASX Listing Rule 6.18 ceases to apply (either as a result of the lapse of time or CTF or FEC no longer complying with the terms and conditions of the waiver),

whichever occurs first.

If the Top-Up Right ceases or terminates, and The Star Entertainment Group undertakes an Equity Raising then (subject to any applicable laws, rules or regulations) it must consider making (but is not obliged to make) an offer to CTF and FEC (or their respective nominees) to participate in the Equity Raising on a basis that allows them to maintain their pre-Equity Raising shareholding percentage.

SUBSTANTIAL SHAREHOLDERS

The following is a summary of the substantial shareholders as at 23 August 2019 pursuant to notices lodged with ASX in accordance with section 671B of the Corporations Act 2001:

NAME	Date of interest	Number of ordinary shares (i)	% of issued capital (ii)
Firmament Investment Pte. Ltd and its associated entities	16 April 2018	45,825,000	4.995%
Far East Consortium International Limited, its controlled entities and its associated entities	16 April 2018	45,825,000	4.995%
Perpetual Limited and its related bodies corporate (including Perpetual Investment Management Limited)	29 July 2019	57,523,080	6.27%
Yarra Funds Management Limited, Yarra Capital Management Holdings Pty Ltd, Yarra Management Nominees Pty Ltd, AA Australia Finco Pty Ltd, TA SP Australia Topco Pty Ltd and TA Universal Investment Holdings Ltd	9 August 2019	47,440,726	5.1717%

(i) As disclosed in the last notice lodged with the ASX by the substantial shareholder.

(ii) The percentage set out in the notice lodged with the ASX is based on the total issued share capital of The Star Entertainment Group Limited at the date of interest.

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LESS THAN MARKETABLE PARCELS

There were 13,534 shareholders holding less than a marketable parcel of 127 ordinary shares (valued at \$500 or less, based on a market price of \$3.95) at the close of trading on 23 August 2019 and they hold a total of 1,191,441 ordinary shares.

SECURITIES PURCHASED ON-MARKET

The following securities were purchased on-market during the financial year for the purposes of The Star Entertainment Group's employee share plans, namely, the General Employee Share Plan (GESP), the Short Term Performance Plan (STPP), the long term incentive component (LTI) of the Employee Performance Plan and the Equity Retention Plan (ERP).

	Number of shares purchased	Average price paid per share
Ordinary Shares (for GESP)	50,443	\$4.9835
Ordinary Shares (for STPP)	587,896	\$5.2684
Ordinary Shares (for LTI)	918,395	\$4.5636
Ordinary Shares (for ERP)	1,458,361	\$4.5664

TWENTY LARGEST REGISTERED SHAREHOLDERS – ORDINARY SHARES*

RANK	Name	Number of Shares Held	% of Issued Capital
1.	HSBC CUSTODY NOMINEES	325,746,793	35.51%
2.	CITICORP NOMINEES PTY LIMITED	129,125,985	14.08%
3.	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	123,679,611	13.48%
4.	NATIONAL NOMINEES LIMITED	82,479,354	8.99%
5.	BNP PARIBAS NOMINEES PTY LTD <AGENCY LENDING DRP A/C>	24,780,464	2.70%
6.	CS THIRD NOMINEES PTY LIMITED <HSBC CUST NOM AU LTD 13 A/C>	16,212,564	1.77%
7.	BNP PARIBAS NOMS PTY LTD <DRP>	11,449,740	1.25%
8.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED-GSCO ECA	8,149,034	0.89%
9.	UBS NOMINEES PTY LTD	8,049,520	0.88%
10.	CITICORP NOMINEES PTY LIMITED <COLONIAL FIRST STATE INV A/C>	7,990,098	0.87%
11.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED <NT-COMNWLTH SUPER CORP A/C>	7,205,646	0.79%
12.	ARGO INVESTMENTS LIMITED	5,800,000	0.63%
13.	NAVIGATOR AUSTRALIA LTD <SMA ANTARES INV DV BUILD A/C>	3,214,041	0.35%
14.	ECAPITAL NOMINEES PTY LIMITED <ACCUMULATION A/C>	3,043,275	0.33%
15.	WARBONT NOMINEES PTY LTD <UNPAID ENTREPOT A/C>	2,934,269	0.32%
16.	MEDICH CAPITAL PTY LTD <ROY MEDICH INVESTMENT A/C>	2,650,000	0.29%
17.	AMP LIFE LIMITED	2,267,005	0.25%
18.	MUTUAL TRUST PTY LTD	2,248,930	0.25%
19.	PACIFIC CUSTODIANS PTY LIMITED <SGR PLANS CONTROL A/C>	2,053,544	0.22%
20.	SEYMOUR GROUP PTY LTD	2,034,507	0.22%
	Total of top 20 registered shareholders	771,114,380	84.07%

* on a grouped basis

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DISTRIBUTION OF SECURITIES HELD

RANGE OF HOLDING	ORDINARY SHARES		PERFORMANCE RIGHTS ¹	
	No. of Holders	No. of Securities	No. of Holders	No. of Securities
1 to 1,000	47,619	16,563,125	0	0
1,001 to 5,000	20,811	45,557,425	0	0
5,001 to 10,000	3,149	22,432,095	1	6,830
10,001 to 100,000	1,659	35,073,607	22	1,021,874
100,001 and over	82	797,691,478	8	3,855,481
Total	73,320	917,317,730	31	4,884,185

¹ Performance Rights were issued pursuant to the long term incentive component of The Star Entertainment Group's Employee Performance Plan. Refer to the Remuneration Report for more information about the long term incentive plan.

VOLUNTARY ESCROW

There are no securities under voluntary escrow.

SHARE BUY-BACKS

There is no current or planned buy-back of The Star Entertainment Group's shares.

ANNUAL REPORT

This Annual Report is available on-line from The Star Entertainment Group's website www.starentertainmentgroup.com.au. Annual Reports will only be sent to those shareholders who have requested to receive a copy. Shareholders who no longer wish to receive a hard copy of the Annual Report or wish to receive the Annual Report electronically are encouraged to contact the share registry. This will assist with reducing the costs of production of the hard copy of the Annual Report.

WEBSITE

The Star Entertainment Group's website www.starentertainmentgroup.com.au offers investors a wide range of information regarding its activities and performance, including Annual Reports, interim and full year financial results, webcasts of results and Annual General Meeting presentations, major news releases and other company statements.

SHAREHOLDER RELATIONS

Investors seeking more information about the Company are invited to contact The Star Entertainment Group's Shareholder Relations Team:

Address: GPO Box 13348
George Street Post Shop
Brisbane QLD 4003

Telephone: +61 7 3228 0000

Facsimile: +61 7 3228 0099

Email: investor@star.com.au

SHAREHOLDER ENQUIRIES

Investors seeking information about their shares in The Star Entertainment Group should contact The Star Entertainment Group's share registry. Investors should have their Shareholder Reference Number (SRN) or Holder Identification Number (HIN) available to assist the share registry in responding to their enquiries.

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SHARE REGISTRY

Link Market Services Limited

Address: Level 12, 680 George Street
Sydney NSW 2000

Postal address: The Star Entertainment Group Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia

Telephone: +61 1300 880 923 (toll free within Australia)

Facsimile: +61 2 9287 0303

E-mail: starentertainment@linkmarketservices.com.au

Website: www.linkmarketservices.com.au

GENERAL ENQUIRIES

Investor information is available on The Star Entertainment Group's website www.starentertainmentgroup.com.au, including major announcements, Annual Reports, and general company information.

2019 CORPORATE GOVERNANCE STATEMENT

The 2019 Corporate Governance Statement can be found on The Star Entertainment Group's website www.starentertainmentgroup.com.au/corporate-governance.

2019 ANNUAL GENERAL MEETING

The Annual General Meeting of The Star Entertainment Group Limited will be held on Thursday, 24 October 2019 at The Westin Brisbane, 111 Mary Street, Brisbane, Queensland, commencing at 11:00am (Queensland time).

REPORTING AND ASSUARANCE

In FY2019, The Star Entertainment Group sought to apply a 'core' level of compliance against the Global Reporting Initiative – a globally recognised sustainability reporting framework, which demonstrates our efforts to continually improve our sustainability practices and reporting.

The Star Entertainment Group has obtained 'Limited Assurance' by EY for FY2019 across its energy and carbon data.