



TALBOTSAYER

1 March 2023

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Market Announcements Office
ASX Limited, Exchange Centre
20 Bridge Street
Sydney NSW 2000

By electronic lodgement

Dear Sir/Madam

Notice of initial substantial holder – The Star Entertainment Group Limited (ASX: SGR)

We act for Bruce Lawrance Mathieson, Bruce Joseph Mathieson and Investment Holdings Pty Ltd ATF Investment Holdings Unit Trust (**Investment Holdings Group**).

On behalf of Investment Holdings Group and their associates, we attach a Form 603 (Notice of initial substantial holder) for The Star Entertainment Group Limited.

Yours faithfully

Talbot Sayer Lawyers

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Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme THE STAR ENTERTAINMENT GROUP LTD

ACN/ARSN 149629023

1. Details of substantial holder (1)

Name BRUCE LAWRANCE MATHIESON, BRUCE JOSEPH MATHIESON AND INVESTMENT HOLDINGS PTY LTD ATF INVESTMENT HOLDINGS UNIT TRUST

ACN/ARSN (if applicable) INVESTMENT HOLDINGS PTY LTD ATF INVESTMENT HOLDINGS UNIT TRUST - 006 336 303

The holder became a substantial holder on 27/02/2023

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) |
|----------------------------|----------------------|--------------------|------------------|
| FULLY PAID ORDINARY SHARES | 94,952,796 | 94,952,796 | 9.97% |
| | | | |

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:

| Holder of relevant interest | Nature of relevant interest (7) | Class and number of securities |
|---|--|---------------------------------------|
| INVESTMENT HOLDINGS PTY LTD ATF INVESTMENT HOLDINGS UNIT TRUST | RELEVANT INTEREST PURSUANT TO SECTION 608(1) AS HOLDER OF SECURITIES | 94,777,796 FULLY PAID ORDINARY SHARES |
| BRUCE LAWRANCE MATHIESON | RELEVANT INTEREST PURSUANT TO SECTION 608(3) (b) AS CONTROLLER OF INVESTMENT HOLDINGS PTY LTD | 94,777,796 FULLY PAID ORDINARY SHARES |
| BRUCE JOSEPH MATHIESON ATF FLY FAMILY TRUST | RELEVANT INTEREST PURSUANT TO SECTION 608(1) AS HOLDER OF SECURITIES | 25,000 FULLY PAID ORDINARY SHARES |
| BRUCE JOSEPH MATHEISON | RELEVANT INTEREST PURSUANT TO SECTION 608(3) (b) AS CONTROLLER OF FLYEM PTY LTD 079 184 795 ATF BMEM SUPERANNUATION FUND | 150,000 FULLY PAID ORDINARY SHARES |

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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 | Person entitled to be registered as holder (8) | Class and number of securities |
|---|---|---|--------------------------------|
| INVESTMENT HOLDINGS PTY LTD ATF INVESTMENT HOLDINGS UNIT TRUST | INVESTMENT HOLDINGS PTY LTD ATF INVESTMENT HOLDINGS UNIT TRUST | INVESTMENT HOLDINGS PTY LTD ATF INVESTMENT HOLDINGS UNIT TRUST | 94,777,796 |
| BRUCE JOSEPH MATHIESON ATF FLY FAMILY TRUST | BRUCE JOSEPH MATHEISON ATF FLY FAMILY TRUST | RUCE JOSEPH MATHEISON ATF FLY FAMILY TRUST | 25,000 |
| FLYEM PTY LTD 079 184 795 ATF BMEM SUPERANNUATION FUND | FLYEM PTY LTD ATF BMEM SUPERANNUATION FUND | FLYEM PTY LTD ATF BMEM SUPERANNUATION FUND | 150,000 |

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 (9) | | Class and number of securities |
|---|--|-------------------|----------|--|
| | | Cash | Non-cash | |
| INVESTMENT HOLDINGS PTY LTD ATF INVESTMENT HOLDINGS UNIT TRUST | 15 FEBRUARY 2023 TO 28 FEBRUARY 2023 | \$141,422,865 | 0 | 94,777,796 FULLY PAID ORDINARY SHARES |
| BRUCE JOSEPH MATHEISON ATF FLY FAMILY TRUST | 15 FEBRUARY 2023 TO 17 FEBRUARY 2023 | \$36,464 | 0 | 25,000 FULLY PAID ORDINARY SHARES |
| FLYEM PTY LTD ATF BMEM SUPERANNUATION FUND | 15 FEBRUARY 2023 TO 17 FEBRUARY 2023 | \$222,220 | 0 | 150,000 FULLY PAID ORDINARY SHARES |

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 |
|-----------------------------------|----------------------------------|
| BRUCE LAWRENCE MATHIESON | FATHER OF BRUCE JOSEPH MATHIESON |
| BRUCE JOSEPH MATHEISON | SON OF BRUCE LAWRENCE MATHIESON |

7. Addresses

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

| Name | Address |
|--------------------------------|--|
| INVESTMENT HOLDINGS PTY LTD | 1/10 YARRA ST SOUTH YARRA VIC 3141 |
| BRUCE LAWRENCE MATHIESON | UNIT 1601 681 CHAPEL STREET SOUTH YARRA VIC 3141 |
| BRUCE JOSEPH MATHIESON | 103-105 HEDGES AVENUE MERMAID BEACH QLD 4218 |
| FLYEM PTY LTD | 1/10 YARRA ST SOUTH YARRA VIC 3141 |

| | |
|--|--|
| | |
|--|--|

Signature

print name ROSS J BLAIR-HOLT capacity DIRECTOR/SECRETARY

sign here  date 1/3/2023

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

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