603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

| | | ertainment Group L | | | |
|--|---|---|--|-------------------|--|
| | | | | | |
| of substantial holder (1 |) BlackRock Gr | roup | | | |
| if applicable) | | | | | |
| ecame a substantial holde | er on | .2 /04 /13 | | | |
| f voting power | | | | | |
| of voting power on ber of votes attached to | all the voting shares in | the company or voting interests | in the scheme that the | substantial hold | er or an associate (2) t |
| | | ame a substantial holder are as f | | | a account (2) 1 |
| | 4) N. | umber of securities | Person's votes (5) | | Voting power (6) |
| Class of securities (| 4) I IVI. | | | | |
| Class of securities (| 4) NL | 28,882,730 | 28,882, | 730 | 5.01 |
| ord ord of relevant interests | | | | | |
| ord ord of relevant interests | substantial holder or a | 28,882,730 In associate had in the following Nature of relevant intere | voting securities on the | | antial holder became a |
| ord of relevant interests f the relevant interest the follows: | substantial holder or a | n associate had in the following | voting securities on the | e date the substa | antial holder became a |
| ord of relevant interests f the relevant interest the follows: Holder of relevant | substantial holder or a | n associate had in the following | voting securities on the | e date the substa | antial holder became a |
| ord of relevant interests f the relevant interest the follows: Holder of relevant see Annexure A | substantial holder or a | n associate had in the following | voting securities on the | e date the substa | antial holder became a |
| ord of relevant interests f the relevant interest the follows: Holder of relevant see Annexure A | substantial holder or a nterest holders | n associate had in the following | voting securities on the | e date the substa | antial holder became a |
| ord of relevant interests f the relevant interest the follows: Holder of relevant see Annexure A | substantial holder or a nterest holders he securities referred to | n associate had in the following Nature of relevant intere | voting securities on the | e date the substa | antial holder became a |
| ord ord ord ord ord ord ord ord | substantial holder or a nterest holders he securities referred to | n associate had in the following Nature of relevant intere o in paragraph 3 above are as fo | voting securities on the st (7) Illows: | e date the substa | antial holder became a per of securities |
| ord ord ord ord ord ord ord ord | substantial holder or a nterest holders he securities referred to | n associate had in the following Nature of relevant intere o in paragraph 3 above are as fo | voting securities on the st (7) Illows: | e date the substa | antial holder became a per of securities |

| Holder of relevant interest | Date of acquisition | Consideration | Class and number of securities | |
|-----------------------------|---------------------|---------------|--------------------------------|--|
| | | Cash Non-cash | | |
| see Annexure B | | | | |
| | | | | |

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 |
|-----------------------------------|-----------------------|
| see Annexure A | |
| | |

7. Addresses

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

| Name | Address |
|----------------|---------|
| see Annexure A | |
| | |

Signature

print name Belinda Plotkin

Capacity Company Secretary

sign here

16 / 04 / 13 date

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eq. 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
- (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.
- 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:
 - 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 (a) 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
 - 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 (b) 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".
- 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.

This is Annexure A of xx pages referred to in form 603 Notice of initial substantial shareholder

16-Apr-13 **Belinda Plotkin, Company Secretary** Date

- 3. Details of Relevant Interests
- 4. Details of present registered holders 6. Associates
- 7. Addresses

| Holder of Relevant Interests Name and ACN / ARSN (if applicable) | | nd number of ecurities | Nature of Association | Address |
|---|-----|---------------------------|----------------------------------|---|
| BlackRock Asset Management Deutschland AG | ORD | 2,218,942 | same ultimate holding company | Max-Joseph-Straße 6 80333 Munich, Germany |
| BlackRock (Luxembourg) SA | ORD | 6,806 | same ultimate holding company | 6d Route de Treves Senningerberg, L-2633 Luxembourg |
| BlackRock (Netherlands) B.V. | ORD | 53,701 | same ultimate holding company | Rembrandt Tower, 17th floor Amstelplein Amsterdam Netherlands |
| BlackRock Fund Managers Ltd | ORD | 170,768 | same ultimate holding company | 12 Throgmorton Avenue London EC2N 2DL UK |
| BlackRock Asset Management Canada Limited | ORD | 180,879 | same ultimate holding company | 161 Bay Street, Suite 2500 Toronto, Ontario M5J 2S1 |
| BlackRock Investment Management (UK) Ltd | ORD | 644,509 | same ultimate holding company | 12 Throgmorton Avenue London EC2N 2DL UK |
| BlackRock International Ltd. | ORD | 181,977 | same ultimate holding company | 40 Torphichen Street Edinburgh EH3 8JB |
| BlackRock Investment Management, LLC | ORD | 529,431 | same ultimate holding company | 1 University Square Drive, Princeton, NJ 08540 |
| BlackRock Asset Management Ireland Limited | ORD | 4,956,778 | same ultimate holding company | JP Morgan House International Fiancial Services Centre |
| BlackRock Japan Co. Ltd. | ORD | 890,187 | same ultimate holding company | Sapia Tower 1-7-12 Marunouchi, Chiyoda-ku, Tokyo, 100-0005 Japan |
| BlackRock Advisors (UK) Ltd. | ORD | 1,260,215 | same ultimate holding company | Murray House 1Royal Mint Court London, EC3N 4HH, UK |
| BlackRock Life Limited | ORD | 1,768,087 | same ultimate holding company | 12 Throgmorton Avenue London EC2N 2DL UK |
| BlackRock Investment Management (Aust) Ltd (ACN 006 165 975) | ORD | 55,081 | same ultimate holding company | Level 19, 120 Collins St Melbourne Australia |
| BlackRock Advisors, LLC | ORD | 43,664 | same ultimate holding company | 100 Bellevue Parkway Wilmington, DE 19809 |
| BlackRock Asset Management Australia Limited (ACN 001 804 566) | ORD | 78,245 | same ultimate holding company | Level 43, Grosvenor Place 225 George Street Sydney NSW 2000 Australia |
| BlackRock Fund Advisors | ORD | 7,805,435 | same ultimate holding company | 400 Howard Street San Francisco, CA, 94105 |
| BlackRock Institutional Trust Company, N.A. | ORD | 8,038,025 | same ultimate holding company | 400 Howard Street San Francisco, CA, 94105 |

SKC page 1 of 2 This is Annexure B of 1 page referred to in form 603 Notice of initial substantial shareholder

| | 16-Apr-13 |
|------------------------------------|-----------|
| Belinda Plotkin, Company Secretary | Date |

5. Consideration

| Skycity Entertainment Group Limited (SKC) | | | | | | |
|---|---------------------------------|---------------|----------|---|---------------------|-----------|
| Holder of Relevant Interest | Date of Acquisition — | Consideration | | | Class and number of | |
| | | Cash (NZD) | Non-cash | | securities affected | |
| BlackRock Group | 13 Dec 2012 to 12 April 2013 | 13,708,656 | | 0 | ord | 3,393,267 |

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