

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial shareholder**

To Company Name/Scheme	THE STAR ENTERTAINMENT GROUP LIMITED
ACN	149 629 023

1. Details of substantial holder

Name	The Goldman Sachs Group, Inc. ("GSGI") on behalf of itself and its subsidiaries ("Goldman Sachs Group") including its significant subsidiaries listed in Annexure A ("Significant Subsidiaries") and Goldman Sachs Holdings ANZ Pty Limited and its subsidiaries ("Goldman Sachs Australia Group").
ACN/ARSN (if applicable)	Not applicable
The holder became a substantial holder on	9 January 2017

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	Number of securities	Persons' votes	Voting power
Ordinary Fully Paid Shares	41,288,910	41,288,910	5.00%

3. Details of relevant interests

The nature of the relevant interest the substantial holder 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	Class and number of securities	
The Goldman Sachs Group Inc ("GSGI")	GSGI has a relevant interest in ordinary fully paid shares by virtue of section 608(3) of the Corporations Act 2001.	41,288,910	Ordinary Fully Paid Shares
Goldman Sachs Asset Management Australia Pty Ltd ("GSAMA")	GSAMA has a relevant interest in 31,579,357 ordinary fully paid shares in its capacity as investment manager for a range of client portfolios.	31,579,357	Ordinary Fully Paid Shares
Goldman Sachs Australia Managed Funds Limited ("GSAMF")	GSAMF has a relevant interest in 5,545,212 ordinary fully paid shares in its capacity as responsible entity for the range of Goldman Sachs Australia Managed Funds.	5,545,212	Ordinary Fully Paid Shares

Holder of relevant interest	Nature of relevant interest	Class and number of securities	
GSAMA	GSAMA has a relevant interest in 5,545,212 ordinary fully paid shares in its capacity as investment manager for a range of Goldman Sachs Australia registered managed investment schemes.	5,545,212	Ordinary Fully Paid Shares
Goldman Sachs Asset Management L.P. ("GSAMLP")	GSAMLP has a relevant interest in 343,326 ordinary fully paid shares in its capacity as investment manager for a range of client portfolios.	343,326	Ordinary Fully Paid Shares
Goldman Sachs International ("GSI")	Holder of shares subject to an obligation to return under the securities lending agreements (see Annexure B).	16,718	Ordinary Fully Paid Shares
GSI	GSI beneficially owns ordinary fully paid shares.	45,108	Ordinary Fully Paid Shares
Goldman Sachs Financial Markets Pty Ltd ("GAUS")	GAUS beneficially owns ordinary fully paid shares.	3,759,189	Ordinary Fully Paid Shares

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	Class and number of securities	
GSAMA	BNP Paribas Australia	Various clients	31,579,357	Ordinary Fully Paid Shares
	JP Morgan Chase Bank, Sydney			
	National Asset Servicing			
	National Australia Bank Limited			
	National Australia Bank, Melbourne			
	National Nominees Limited			
	State Street Australia Limited			
GSAMF	RBC Dexia Investor Services Australia Pty Limited	GSAMF as the responsible entity for the range of Goldman Sachs Australia registered managed investment schemes	5,545,212	Ordinary Fully Paid Shares
GSAMA	UBS AG Australia Branch			
GSAMLP	Bank of New York Mellon	Various clients	343,326	Ordinary Fully Paid Shares
	State Street Corporation			
GSI	HSBC Custody Nominees Australia Limited	GSI	61,826	Ordinary Fully Paid Shares
GAUS	HSBC Custody Nominees Australia Limited	GAUS	3,759,189	Ordinary Fully Paid Shares

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	Number of Securities	Total Consideration
Please refer to Annexure C.			

6. Associates

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

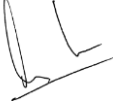
Name and ACN (if applicable)	Nature of association
N/A	N/A

7. Addresses

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

Name	Address
GSGI	Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, USA
Goldman Sachs Australia Group	All care of Level 17, 101 Collins Street, Melbourne Victoria 3000, Australia
GSAMA	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia
GSAMF	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia
GSAMLP	Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, USA
GSI	Peterborough Court, 133 Fleet Street, London EC4A 2BB, United Kingdom
GAUS	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia
UBS AG Australia Branch	Level 16, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Bank of New York Mellon	One Wall Street, New York, NY 10286
JP Morgan Chase Bank, Sydney	Level 16, 85 Castlereagh Street, Sydney NSW 2000 Australia
RBC Dexia Investor Services Australia Pty Limited	2 Park Street, Level 17, Sydney, NSW 2000, Australia
HSBC Custody Nominees Australia Limited	GPO Box 5302, Sydney NSW 2001, Australia
BNP Paribas Australia	Level 7, 60 Castlereagh Street, Sydney, NSW 2000, Australia
National Asset Servicing	Level 12, 500 Bourke Street Melbourne 3000, Australia
National Australia Bank Limited	Level 12, 500 Bourke Street Melbourne 3000, Australia
National Nominees Limited	Level 5, 271 Collins Street, Melbourne, Victoria 3000, Australia
State Street Australia Limited	Level 7, State Street Center, 338 Pitt Street, Sydney, NSW 2000, Australia
State Street Corporation	One Lincoln Street, Boston, Massachusetts 02111, USA
National Australia Bank, Melbourne	500 Bourke Street, Melbourne, Victoria 3000, Australia

Signature

Print name	Raymond Chow (signing under power of attorney in accordance with section 52 of the Corporations Act)	Capacity	Authorised Person
Sign here		Date	11 January 2017

Annexure A

Significant Subsidiaries of The Goldman Sachs Group, Inc.

The following are significant subsidiaries of The Goldman Sachs Group, Inc. as of December 31, 2015 and the states or jurisdictions in which they are organized. Each subsidiary is indented beneath its principal parent. The Goldman Sachs Group, Inc. owns, directly or indirectly, at least 99% of the voting securities of substantially all of the subsidiaries included below. The names of particular subsidiaries have been omitted because, considered in the aggregate as a single subsidiary, they would not constitute, as of the end of the year covered by this report, a “significant subsidiary” as that term is defined in Rule 1-02(w) of Regulation S-X under the Securities Exchange Act of 1934

Name	State or Jurisdiction of Organization of Entity
The Goldman Sachs Group, Inc.	Delaware
Goldman, Sachs & Co.	New York
Goldman Sachs Paris Inc. et Cie	France
Goldman Sachs (UK) L.L.C.	Delaware
Goldman Sachs Group UK Limited	United Kingdom
Goldman Sachs International Bank	United Kingdom
Goldman Sachs International	United Kingdom
Goldman Sachs Asset Management International	United Kingdom
Goldman Sachs Group Holdings (U.K.) Limited	United Kingdom
Rothsay Life (Cayman) Limited	Cayman Islands
Broad Street Principal Investments International, Ltd.	Cayman Islands
Goldman Sachs Global Holdings L.L.C.	Delaware
GS Asian Venture (Delaware) L.L.C.	Delaware
Elevatech Limited	Hong Kong
Goldman Sachs Strategic Investments (Asia) L.L.C.	Delaware
GS (Asia) L.P.	Delaware
Goldman Sachs (Japan) Ltd.	British Virgin Islands
Goldman Sachs Japan Co., Ltd.	Japan
J. Aron Holdings, L.P.	Delaware
J. Aron & Company	New York
Goldman Sachs Asset Management, L.P.	Delaware
Goldman Sachs Hedge Fund Strategies LLC	Delaware
Goldman Sachs (Cayman) Holding Company	Cayman Islands
Goldman Sachs (Asia) Corporate Holdings L.P.	Delaware
Goldman Sachs Holdings (Hong Kong) Limited	Hong Kong
Goldman Sachs (Asia) Finance	Mauritius
Goldman Sachs (Asia) L.L.C.	Delaware
GS EMEA Funding Limited Partnership	United Kingdom
Goldman Sachs Holdings (Singapore) PTE. Ltd.	Singapore
J. Aron & Company (Singapore) PTE.	Singapore
Goldman Sachs (Singapore) PTE.	Singapore
Goldman Sachs Holdings ANZ Pty Limited	Australia
GS HLDGS Anz II Pty Ltd	Australia
Goldman Sachs Australia Group Holdings Pty Ltd	Australia
Goldman Sachs Australia Capital Markets Limited	Australia
Goldman Sachs Australia Pty Ltd	Australia
GS Holdings (Delaware) L.L.C. II	Delaware
GS Lending Partners Holdings LLC	Delaware
Goldman Sachs Lending Partners LLC	Delaware
Swancastle Limited	Ireland
Goldman Sachs Bank USA	New York
Goldman Sachs Mortgage Company	New York
Goldman Sachs Execution & Clearing, L.P.	New York
GS Financial Services II, LLC	Delaware
GS Funding Europe	United Kingdom
GS Funding Europe I Ltd.	Cayman Islands
GS Funding Europe II Ltd.	Cayman Islands
GS Investment Strategies, LLC	Delaware
MLQ Investors, L.P.	Delaware
PIA Holdings Cayman	Cayman Islands
GS PIA Holdings GK	Japan
Crane Holdings Ltd.	Japan

Name	State or Jurisdiction of Organization of Entity
ELQ Holdings (Del) LLC	Delaware
ELQ Holdings (UK) Ltd	United Kingdom
ELQ Investors VII Ltd	United Kingdom
GS Sapphire Holding Limited	United Kingdom
ELQ Investors IX Ltd	United Kingdom
ELQ Investors II Ltd	United Kingdom
ELQ Investors VIII Ltd	United Kingdom
Goldman Sachs Specialty Lending Holdings, Inc.	Delaware
Special Situations Investing Group II, LLC	Delaware
MTGRP, L.L.C.	Delaware
GS Diversified Funding LLC	Delaware
Hull Trading Asia Limited	Hong Kong
Goldman Sachs LLC	Mauritius
Goldman Sachs Venture LLC	Mauritius
GS Power Holdings LLC	Delaware
MTGLQ Investors, L.P.	Delaware
Broad Street Principal Investments Superholdco LLC	Delaware
Broad Street Principal Investments, L.L.C.	Delaware
Broad Street Credit Holdings LLC	Delaware
GS Direct, L.L.C.	Delaware
GS Fund Holdings, L.L.C.	Delaware
Shoelane GP, L.L.C.	Delaware
Shoelane, L.P.	Delaware
GSFS Investments I Corp.	Delaware

THE GOLDMAN SACHS GROUP, INC AND ITS SUBSIDIARIES

Signature

print name	Raymond Chow (signing under power of attorney in accordance with section 52 of the Corporations Act)	capacity	Authorised Person
sign here		date	11 January 2017

Annexure B

This is Annexure B referred to in the Form 603: Notice of initial substantial shareholder issued by The Goldman Sachs Group, Inc. and its subsidiaries.

The following is description of the securities lending agreements referenced in the accompanying Form 603:

Type of agreement	Overseas Securities Lender's Agreement
Parties to agreement	Goldman Sachs International (the "Borrower"); Blackrock Asset Management Pensions (the "Lender")
Transfer date	18 November 2016
Holder of voting rights	Securities Borrower, Goldman Sachs International
Are there any restrictions on voting rights? Yes/no If yes, detail	Yes, the Borrower will use its best endeavours to arrange for the voting rights attached to the borrowed securities to be exercised in accordance with the instructions of the Lender.
Scheduled return date (if any)	N/A
Does the borrower have the right to return early? Yes/no If yes, detail	Yes
Does the lender have the right to recall early? Yes/no If yes, detail	Yes
Will the securities be returned on settlement? Yes/no If yes, detail any exceptions	Yes

A copy of the agreements will be provided to THE STAR ENTERTAINMENT GROUP LIMITED or the Australian Securities and Investments Commission upon request.

Signature

print name	Raymond Chow (signing under power of attorney in accordance with section 52 of the Corporations Act)	capacity	Authorised Person
sign here		date	11 January 2017

Annexure C

Holder of Relevant Interest	Date of Acquisition	Number of Securities	Total Consideration
GSI	09/12/2016	11,532	65,617
GAUS	09/12/2016	2,985,477	17,166,493
GSI	09/14/2016	1	6
GAUS	09/14/2016	86,196	494,765
GAUS	09/14/2016	16,939	97,230
GAUS	09/15/2016	30,600	172,584
GAUS	09/15/2016	22,900	129,156
GSI	09/15/2016	852	4,861
GAUS	09/15/2016	51,803	295,795
GSAMLP	09/16/2016	6,572	38,755
GSI	09/16/2016	29,005	170,938
GSI	09/19/2016	45,914	270,190
GAUS	09/19/2016	75	443
GSI	09/20/2016	3,530	20,747
GAUS	09/20/2016	993,728	5,877,901
GSI	09/21/2016	5,213	30,699
GAUS	09/21/2016	3,409,314	20,080,859
GAUS	09/22/2016	4,619	27,160
GSI	09/23/2016	3,861	23,108
GAUS	09/23/2016	32,643	196,837
GAUS	09/23/2016	36,260	218,260
GAUS	09/23/2016	36,260	218,468
GAUS	09/23/2016	8,322,951	49,521,558
GAUS	09/26/2016	14,359	86,856
GSI	09/26/2016	6,182	37,290
GAUS	09/26/2016	20,353	122,729
GSI	09/27/2016	33,392	200,382
GAUS	09/27/2016	32,938	198,287
GSI	09/28/2016	598	3,597
GAUS	09/28/2016	11,160	66,960
GSI	09/29/2016	754	4,562
GSI	09/30/2016	25,183	151,613
GAUS	09/30/2016	59,358	359,116
GSI	10/04/2016	537	3,262
GAUS	10/04/2016	21,280	129,595
GAUS	10/05/2016	21,280	129,705
GSI	10/05/2016	345	2,089
GSI	10/06/2016	127	768
GSI	10/07/2016	23,343	139,371
GSI	10/10/2016	894	5,335
GAUS	10/11/2016	28,213	167,585
GAUS	10/12/2016	129,028	757,682
GSI	10/12/2016	24,636	144,613
GAUS	10/12/2016	10,745	63,503
GSI	10/13/2016	23,850	138,569
GSI	10/14/2016	15,942	91,348
GAUS	10/14/2016	233	1,354
GSI	10/18/2016	21,328	114,426
GAUS	10/19/2016	3,052	16,755
GAUS	10/19/2016	141,951	779,311
GAUS	10/19/2016	18,758	102,981
GSI	10/20/2016	4,505	23,561
GAUS	10/20/2016	5,000	26,850
GSI	10/21/2016	38,866	198,885
GSI	10/24/2016	35,855	178,406

Holder of Relevant Interest	Date of Acquisition	Number of Securities	Total Consideration
GAUS	10/24/2016	260,435	1,330,823
GSI	10/25/2016	1,810	9,192
GAUS	10/25/2016	77,495	385,150
GSI	10/26/2016	28,989	144,077
GAUS	10/26/2016	19,480	96,816
GAUS	10/26/2016	2,999,227	15,206,081
GSI	10/27/2016	60,526	295,367
GAUS	10/27/2016	3,645,746	18,119,358
GSAMA	10/27/2016	123	600
GSI	10/28/2016	16,481	82,240
GAUS	10/28/2016	336,104	1,640,188
GSI	10/31/2016	33,965	169,480
GAUS	10/31/2016	55,700	278,500
GSI	11/01/2016	12,565	61,569
GAUS	11/01/2016	73,723	367,878
GAUS	11/01/2016	24,100	120,259
GAUS	11/01/2016	117,559	586,619
GAUS	11/02/2016	13,316	64,215
GSI	11/02/2016	240	1,165
GAUS	11/02/2016	36,400	177,996
GSI	11/03/2016	12,594	61,207
GAUS	11/03/2016	46,400	224,576
GAUS	11/04/2016	262,267	1,274,618
GAUS	11/07/2016	24,658	119,345
GAUS	11/08/2016	151,681	744,754
GAUS	11/08/2016	136,852	671,943
GSI	11/09/2016	8,670	41,826
GAUS	11/09/2016	13,530	66,026
GAUS	11/10/2016	65,574	316,067
GAUS	11/10/2016	80,275	386,926
GSI	11/11/2016	896	4,369
GAUS	11/11/2016	3,016,151	14,929,947
GSI	11/14/2016	20,561	100,938
GAUS	11/14/2016	2,121	10,350
GSI	11/15/2016	318	1,576
GAUS	11/15/2016	51,861	254,638
GAUS	11/16/2016	13,896	68,646
GAUS	11/16/2016	5,878	29,214
GSAMLP	11/16/2016	38,202	188,718
GSI	11/17/2016	17,342	86,015
GAUS	11/17/2016	4,024	19,879
GSI	11/18/2016	1,806,309	N/A
GSI	11/18/2016	713	3,637
GAUS	11/18/2016	647,265	3,210,434
GSAMLP	11/18/2016	8,344	43,305
GSAMLP	11/21/2016	7,631	39,300
GSI	11/21/2016	6,755	34,193
GAUS	11/21/2016	298	1,547
GSI	11/22/2016	46,130	234,686
GAUS	11/22/2016	86,321	437,647
GAUS	11/23/2016	100,232	518,137
GSI	11/23/2016	4,356	22,473
GAUS	11/23/2016	391,938	2,006,723
GAUS	11/24/2016	82,178	425,682
GAUS	11/25/2016	898,464	4,689,982
GSI	11/28/2016	638	3,391
GAUS	11/28/2016	3,766	20,148
GSI	11/29/2016	284	1,504
GAUS	11/29/2016	98,331	519,188

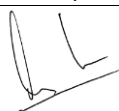
Holder of Relevant Interest	Date of Acquisition	Number of Securities	Total Consideration
GAUS	11/30/2016	12,116	64,215
GAUS	11/30/2016	1	5
GSI	12/01/2016	4,394	23,337
GSI	12/02/2016	12,528	65,383
GAUS	12/02/2016	98,278	522,839
GSI	12/05/2016	264	1,358
GSI	12/06/2016	594	3,050
GSI	12/07/2016	1,979	10,171
GSI	12/08/2016	1,996	10,386
GAUS	12/08/2016	13,611	70,233
GAUS	12/08/2016	8,353	43,101
GSI	12/09/2016	7,672	39,535
GAUS	12/09/2016	3,365	17,498
GSI	12/12/2016	1,622	8,419
GAUS	12/12/2016	9,061	46,845
GAUS	12/12/2016	18,934	97,889
GSI	12/13/2016	1,026	5,260
GSI	12/14/2016	24,861	130,283
GAUS	12/14/2016	9,681	49,276
GAUS	12/14/2016	13,113	66,745
GAUS	12/14/2016	44,501	226,510
GSI	12/15/2016	550	2,838
GAUS	12/15/2016	75,414	386,874
GAUS	12/15/2016	122,304	642,096
GAUS	12/15/2016	54,084	283,941
GSI	12/16/2016	700	3,549
GAUS	12/16/2016	60,236	309,011
GAUS	12/16/2016	328,769	1,686,585
GAUS	12/19/2016	1,628	8,270
GAUS	12/19/2016	327,869	1,665,575
GAUS	12/20/2016	26,711	134,891
GAUS	12/20/2016	7,537	38,062
GAUS	12/20/2016	121,177	611,944
GAUS	12/20/2016	16,211	83,000
GSI	12/21/2016	970	4,962
GAUS	12/21/2016	7,048	36,050
GAUS	12/21/2016	53,168	270,625
GAUS	12/21/2016	5,275,495	27,010,534
GSAMLP	12/21/2016	6,552	33,546
GSI	12/22/2016	37,045	189,272
GAUS	12/22/2016	6,744,426	34,531,461
GAUS	12/22/2016	69,638	356,547
GAUS	12/22/2016	15,326	78,469
GAUS	12/22/2016	1,323	6,774
GAUS	12/22/2016	5,874	30,075
GAUS	12/22/2016	365,672	1,872,241
GAUS	12/22/2016	638,912	3,271,229
GAUS	12/22/2016	480,176	2,458,501
GAUS	12/29/2016	84,622	442,010
GSI	12/29/2016	310	1,620
GAUS	12/29/2016	39,798	207,746
GAUS	12/30/2016	70,441	365,721
GSI	12/30/2016	15,082	77,974
GAUS	12/30/2016	73,757	385,012
GAUS	01/03/2017	97,357	512,553
GAUS	01/04/2017	96,862	510,655
GAUS	01/04/2017	24,801	130,949
GAUS	01/04/2017	190	1,003
GAUS	01/05/2017	97,384	506,142

Holder of Relevant Interest	Date of Acquisition	Number of Securities	Total Consideration
GSI	01/05/2017	11,109	57,326
GAUS	01/05/2017	33,642	176,284
GAUS	01/06/2017	97,277	500,630
GAUS	01/06/2017	57	295
GAUS	01/06/2017	330,600	1,712,508
GAUS	01/09/2017	97,180	501,971
GSI	01/09/2017	4,282	22,124
GAUS	01/09/2017	111,370	569,101
GAUS	01/09/2017	593,893	3,034,793
GAUS	01/09/2017	39,937	204,078

Signature

print name Raymond Chow capacity Authorised Person
 (signing under power of attorney
 in accordance with section 52 of
 the Corporations Act)

sign here



date 11 January 2017