



THE STAR

ASX Announcement

28 May 2020

DIVIDEND REINVESTMENT PLAN UNDERWRITING

The Star Entertainment Group Limited (ASX code: SGR) (**The Star**) is pleased to announce that it has entered into an agreement with Credit Suisse (Australia) Limited (ACN 007 016 300) (**CSAL**) under which CSAL or Credit Suisse Equities (Australia) Limited (as applicable) (the **Underwriter**) will underwrite the shortfall under the Dividend Reinvestment Plan (**DRP**) in relation to The Star's 2020 interim dividend of 10.5 cents per share which is payable on 2 July 2020 (the **DRP Underwriting Agreement**).

DRP participation

Approximately 22% of The Star's shareholders have elected to reinvest their dividends under the DRP, representing approximately \$21.2 million of the total interim dividend. Shares will be issued under the DRP on the dividend payment date of 2 July 2020 at a 1.5% discount to the arithmetic average of The Star's daily VWAP during the period commencing on 28 May 2020 and ending on 25 June 2020 (inclusive) (**Pricing Period**). The remaining balance of approximately \$75.1 million will be underwritten by the Underwriter.

Underwriting arrangements

The number of shares issued to the Underwriter will be calculated using the arithmetic average of The Star's daily VWAP during the Pricing Period. No discount will be applied.

The DRP Underwriting Agreement may be terminated by the Underwriter if certain events (some of which are subject to a materiality qualifier) occur, including:

- shares are not able to be issued in accordance with the DRP Underwriting Agreement or The Star breaches the DRP Underwriting Agreement;
- The Star alters its share capital, disposes of a substantial part of the company, varies its constitution, or varies, suspends or terminates the DRP;
- certain regulatory actions are commenced in connection with the DRP or The Star;
- material hostilities occur involving Australia, the US, UK or any member of the EU, or a major terrorist act is perpetrated in any of those countries;
- there is a general moratorium on commercial banking in Australia, the US or UK or a disruption in commercial banking or security settlement or clearance services in any of those countries;
- The Star announces a control transaction, is in material breach of its debt covenants or The Star or a material subsidiary is or becomes insolvent; or
- any director of The Star is disqualified from managing a corporation, or the chairman, MD/CEO, CFO or Chief Casino Officer vacates their office.

The Underwriter will not receive a fee or commission in connection with the underwriting.

Authorised by:

Disclosure Committee

For further information, contact:

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