ENTERTAINMENT GROUP LTD

ABN 85 149 629 023

# **LODGE YOUR VOTE**

**ONLINE** 

https://au.investorcentre.mpms.mufg.com



**BY MAIL** 

The Star Entertainment Group Limited C/- MUFG Corporate Markets (AU) Limited Locked Bag A14 Sydney South NSW 1235 Australia



BY FAX

+61 2 9287 0309



**BY HAND\*** 

MUFG Corporate Markets (AU) Limited Parramatta Square, Level 22, Tower 6, 10 Darcy Street, Parramatta NSW 2150



**ALL ENQUIRIES TO** 

Telephone: 1300 880 923

Overseas: +61 1300 880 923

# VOTING FORM

To vote directly or to direct your proxy how to vote on any item, please insert 🗵 in Box A or Box B below. Please read the voting instructions overleaf before marking any boxes.

I/We being a shareholder(s) of The Star Entertainment Group Limited (ABN 85 149 629 023) (the "Company") and entitled to attend and vote hereby:

# **VOTE DIRECTLY**

elect to lodge my/our vote(s) directly (mark box)



Please mark either A or B

in relation to the General Meeting of the Company to be held at 10:00am (Sydney time) on Wednesday, 25 June 2025 (the "Meeting") and at any adjournment or postponement of the Meeting.

You must mark either "For" or "Against" for each item for a valid direct vote to be recorded. If you mark the "Abstain" box, your vote for that item will be invalid. GO TO STEP 2.

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# APPOINT A PROXY

the Chairman (mark box)

OR if you are NOT appointing the Chairman of the Meeting as your proxy, please write the name and email of the person or body corporate you are appointing as your proxy

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit, subject to any applicable voting exclusion(s) at the General Meeting of the Company to be held at 10:00am (Sydney time) on Wednesday, 25 June 2025 (the "Meeting") and at any postponement or adjournment of the Meeting.

The Meeting will be conducted as a hybrid event. You can participate by attending in person at The Star Event Centre, The Star Sydney, 80 Pyrmont Street, Pyrmont NSW or logging in online at https://meetings. openbriefing.com/SGRGM2025 (detailed instructions on how to log in to, participate, vote and ask questions at the Meeting are set out in the Online Meeting Guide and Notice of Meeting, which are available on the Company's website at https://www.starentertainmentgroup.com.au/general-meeting).

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

# **VOTING DIRECTIONS**

Voting directions will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting. Please read the voting instructions overleaf before marking any boxes with an

# **Items of Business**

- Approval of acquisition of relevant interests in The Star's shares by
- Approval of acquisition of relevant interests in The Star's shares by Investment Holdings

For	∆nainst	Abotoin

3a Approval and ratification of prior allotment and issue of Tranche 1A Convertible Notes

3b Approval and ratification of prior allotment and issue of Tranche 1B Convertible Notes

F	or	Against	Abstain
F	or	Against	Abstain



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\* If you mark the Abstain box for a particular Item, your direct vote will be invalid if you are voting under Box A or, if you are voting under Box B, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

# SIGNATURE OF SHAREHOLDERS - THIS MUST BE COMPLETED

Shareholder 1 (Individual) Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the Corporations Act 2001 (Cth).

# **HOW TO COMPLETE THIS SHAREHOLDER VOTING FORM**

#### YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. Please note: you cannot change ownership of your shares using this form.

#### STEP 1

#### **VOTING UNDER BOX A - DIRECT VOTE**

If you marked the box under Box A you are indicating that you wish to vote directly. Please only mark either "For" or "Against" for each item, to record a valid direct vote on that item at STEP 2. If you mark the "Abstain" box for an item, your vote for that item will be invalid.

If no direction is given on any of the items, or if you complete both Box A and Box B, your vote may be passed to the Chairman of the Meeting as your proxy.

You may identify on the Voting Form the total number of shares to be voted on any item by inserting the percentage or number of shares in the "For" or "Against" boxes.

If you have lodged a direct vote, and you attend the Meeting, your direct vote remains valid and is not revoked by your attendance unless you instruct the Company's share registry prior to the Meeting that you wish to vote in person on any or all of the items to be put before the Meeting (in which case your direct vote is revoked).

The decision of the Chairman of the Meeting as to whether a direct vote is valid is conclusive.

### **VOTING UNDER BOX B – APPOINTMENT OF PROXY**

If you wish to appoint the Chairman of the Meeting as your proxy, mark the first box in Box B. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name and email of that individual or body corporate in Box B. If you leave this section blank, or your named proxy does not attend the Meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a shareholder of the Company and may be an individual or a body corporate.

#### **DEFAULT TO CHAIRMAN OF THE MEETING**

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Voting Form, including where the item is connected directly or indirectly with the remuneration of a member of the Company's key management personnel. The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

#### STFP 2

#### **VOTES - PROXY APPOINTMENT**

You can direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you mark more than one box on an item your vote on that item will be invalid.

If you do not mark any of the boxes on a given item then, subject to the rest of this paragraph, your proxy may vote as he or she chooses.

## APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Voting Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first Voting Form and the second Voting Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together to the Company's share registry.

# SIGNING INSTRUCTIONS

You must sign this form in the spaces provided, as follows:

Individual: where the holding is in one name, the shareholder must sign.

**Joint Holding:** where the holding is in more than one name, either shareholder may sign.

**Power of Attorney:** to sign under Power of Attorney, you must have previously lodged the Power of Attorney with the Company's share registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form and return both documents by mail or by hand.

**Companies:** where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001* (Cth)) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If you have appointed a proxy or an attorney, and you attend the Meeting, your proxy or attorney remains valid and is not revoked by your attendance unless you instruct the Company's share registry prior to the Meeting that you wish to vote in person on any or all of the items to be put before the Meeting (in which case your proxy or attorney is revoked entirely for the Meeting).

# **CORPORATE REPRESENTATIVES**

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" must be received at support@cm.mpms.mufg.com before the Meeting or at the registration desk on the day of the Meeting in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.mpms.mufg.com/en/mufg-corporate-markets.

### **LODGEMENT OF A VOTING FORM**

This Voting Form (and any Power of Attorney under which it is signed) must be received at an address listed above by 10:00am (Sydney time) on Monday, 23 June 2025, being not later than 48 hours before the commencement of the Meeting and at any adjournment or postponement of the Meeting. Any Voting Form received after that time will not be valid for the Meeting.

Voting Forms may be lodged by mail to the address listed above, by fax to the number listed above, or:



#### ONLINE

#### https://au.investorcentre.mpms.mufg.com

Login to the Investor Centre using the holding details as shown on the Voting/Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).



### BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your vote by scanning the QR code adjacent or enter the voting link

https://au.investorcentre.mpms.mufg.com into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



### BY MAIL

The Star Entertainment Group Limited C/- MUFG Corporate Markets (AU) Limited Locked Bag A14 Sydney South NSW 1235 Australia



# **BY FAX**

+61 2 9287 0309



# BY HAND

delivering it to MUFG Corporate Markets (AU) Limited\*
Parramatta Square
Level 22, Tower 6
10 Darcy Street
Parramatta NSW 2150

\* during business hours (Monday to Friday, 9:00am-5:00pm)