

# NSW Independent Casino Commission

17 October 2022

DOC22/204628

Ben Heap  
Interim Executive Chairman  
The Star Pty Ltd

By email: [REDACTED]

Dear Mr Heap

**The manager and payment of net earnings to The Star Pty Ltd ('The Star' or 'the former operator') pursuant to section 28(7)(a) of the *Casino Control Act 1992 (NSW)* ('Act')**

We refer to the notice issued to The Star dated 17 October 2022 pursuant to which the NSW Independent Casino Commission (**NICC**) notified The Star that, amongst other things, Nicholas Weeks is appointed, by instrument in writing, namely by deed of appointment dated 17 October 2022, as manager of the casino operated by The Star in Pymont under and for the purpose of section 28 of the Act.

Without limiting his powers or duties under the Act, the NICC expects a primary focus of the manager during the period of his appointment will be to work closely with the former operator, The Star Entertainment Group Limited (**TSEG**) and its subsidiaries (as necessary and appropriate) to manage the operations of the casino in a way that has regard to the matters of concern identified in the Bell Report regarding certain aspects of the former operator's casino operations.

The NICC expects that the former operator, TSEG and its subsidiaries will, throughout the course of the manager's appointment:

- (a) cooperate with the manager;
- (b) comply with all reasonable requests and directions of the manager in a timely manner;
- (c) keep the manager fully and proactively informed about all matters relevant to the management of the casino;
- (d) comply with any obligations under the Continuity and Co-Operation Agreement dated 5 June 2009 to the extent applicable and required by the Manager; and
- (e) do all that is reasonably practicable to support and enable the manager to perform the role set out in the Deed of Appointment, including without limitation to provide access to any necessary assets, infrastructure, systems and services, employees, management staff and other resources.

During the period of his control, the manager is to be considered to be the holder of a casino licence on the same terms and subject to the same conditions as the licence held by The Star immediately prior to suspension. The manager will assume full control of and responsibility

for the business of the former casino operator in respect of the casino, will conduct or cause to be conducted casino operations in accordance with the Act and will have, in connection with the conduct of those operations, all the functions of the former operator.

However, for the avoidance of doubt, the manager will have no power or control over the assets of the former operator or TSEG, except to the extent those assets are required to be made available to him by the former casino operator for the ongoing operation of the casino. To avoid doubt, it is not intended that the manager dispose of such assets but that he operate the casino as a going concern.

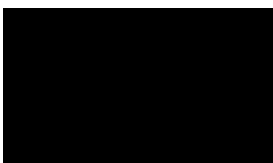
Provided The Star and TSEG comply with the expectations described in this letter, the NICC understands that it is the manager's present intention, subject to the Act, to operate the casino in a manner that is broadly consistent with the manner in which the former casino operator operated the casino, except for such departures as the manager considers necessary or appropriate to address matters identified in the Bell Inquiry or are otherwise necessary or appropriate to address risks to the integrity of the casino, or departures initiated to ensure the casino is operated in a manner that complies with applicable laws and regulatory requirements.

It can also be anticipated that the period during which the manager has control will enable the exploration between the NICC and the operator and TSEG of the possibility that the former operator may be capable of demonstrating to the NICC it may become suitable to hold a casino licence. We expect that the manager's views will be sought by the NICC in relation to this matter.

On the basis that the casino is operating during the period of managership, provided the manager is given a full indemnity by the former casino operator and is paid all of his costs and expenses out of the gross earnings of the casino operations, the NICC has resolved, for the purposes of section 28(7)(a) of the Act, to approve payment of net earnings of the casino operations to the former operator.

Please indicate the acceptance of The Star and TSEG of the contents of this letter below.

Yours sincerely



Philip Crawford  
**Chief Commissioner**  
For and on behalf of the **NSW Independent Casino Commission**



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Signed by: Christina Katsiboua  
Title / capacity: Director  
For and on behalf of **The Star Pty Ltd**



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Signed by: Benjamin Heap  
Title / capacity: Director  
For and on behalf of **The Star Entertainment Group Limited**