

# tyndall am

20<sup>th</sup> February 2012

Mrs Toni Korsanos  
Company Secretary  
Aristocrat Leisure Ltd

*Via fax: (02) 9013 6276*

*CC: ASX Company Announcements Office*  
*Fax number: 1300 135 638*

Dear Ms Korsanos,

## **Form 604 – Notice of Change of Interests of Substantial Shareholder**

Please find attached a completed Form 604, notifying you of an increase in the holdings of Aristocrat Leisure Ltd (ALL) by Tyndall Investment Management Limited and its related entities.

Kind Regards,



Nathan Harris  
Risk & Compliance Manager

### **Tyndall Investment Management Limited**

ABN 99 003 376 252 AFS Licence No. 237563

Level 31, 420 George Street, Sydney NSW 2000, Australia GPO Box 3881, Sydney NSW 2001, Australia  
Freecall 1800 251 589 Tel +61 (0) 2 8072 6300 Fax +61 (0) 2 8072 6304  
[www.tyndall.com.au](http://www.tyndall.com.au)

# Form 604

Corporations Act 2001  
Section 671B

## Notice of Change of Interests of Substantial Holder

To Company Name/Scheme: **ARISTOCRAT LEISURE LTD (ALL)**  
ACN/ARSN: **002 818 368**

### 1. Details of Substantial Holder

Name: **Sumitomo Mitsui Trust Holdings, Inc. (SMTH) and its Subsidiaries as listed in Annexure 1**  
ACN/ARSN (if applicable) **N/A**

There was a change in the Interests of the Substantial Holder on: **15<sup>th</sup> February 2012**

The previous notice was given to the company on: **12<sup>th</sup> August 2011**

The previous notice was dated: **9<sup>th</sup> August 2011**

### 2. Previous & Present 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 had a relevant interest in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of Securities	Previous Notice		Present Notice	
	Person's Votes	Voting Power	Person's Votes	Voting Power
Fully Paid Ordinary	<b>31,137,539</b>	<b>5.80%</b>	<b>37,658,050</b>	<b>6.93%</b>

### 3. Changes in Relevant Interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of Change	Person whose Relevant Interest Changed	Nature of Change	Consideration Given in Relation to Change	Class & Number of Securities Affected	Person's Votes Affected
<b>Refer Annexure 1</b>					

### 4. Present Relevant Interest

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of Relevant Interest	Registered Holder of Securities	Persons Entitled to be Registered as Holder	Nature of Relevant Interest	Class & Number of Securities	Persons Votes
<b>Refer Annexure 2</b>					

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### 5. Changes in Association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name & ACN/ARSN (if applicable)	Nature of Association

### 6. Addresses

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

Name	Address
TIML, TAML and SIM	Level 61, MLC Centre, 19 Martin Place, Sydney NSW 2000
SMTH	Gran Tokyo SOUTH TOWER 1-9-2 Marunouchi, Chiyoda-ku, Tokyo 100-6615, Japan
Nikko Asset Management Co., Ltd	Midtown Tower, 9-7-1 Akasaka, Minato-ku Tokyo 107-6242 Japan
SMTH's subsidiaries	Refer Annexure 3

### Signature

Print Name:

Capacity: **Senior Manager, Risk Management Dept, Sumitomo Mitsui Trust Holdings, Inc.**

Natsuhiko Okumura

Signed:



Date:

20 / 2 / 2012

### ANNEXURE 1 - Changes in Relevant Interests

This is Annexure 1 of 1 page referred to in the Form 604 – Notice of Change of Interests of Substantial Holder

Date Range of Change	Person whose Relevant Interest Changed	Nature of Change	Consideration Given in Relation to Change	Class & Number of Securities Affected	Person's Votes Affected
10/08/2011 to 15/02/2012	Tyndall Investment Management Ltd	Purchase of Shares	\$35,865,304	Fully Paid Ordinary & 15,589,172	15,589,172
	SIM Funds Management Limited	Purchase of Shares	\$422,651	Fully Paid Ordinary & 180,786	180,786
	Tyndall Asset Management Limited	Purchase of Shares	\$8,105,476	Fully Paid Ordinary & 3,739,758	3,739,758
	Tyndall Investment Management Ltd	Sale of Shares	\$5,439,111	Fully Paid Ordinary & 2,401,559	2,401,559
	Tyndall Asset Management Limited	Sale of Shares	\$6,948,344	Fully Paid Ordinary & 2,930,653	2,930,653
	Nikko Asset Management Co., Ltd	Purchase of Shares	\$102,328	Fully Paid Ordinary & 44,567	44,567
	Nikko Asset Management Co., Ltd	Sale of Shares	\$39,058	Fully Paid Ordinary & 15,826	15,826
	Chuo Mitsui Asset Trust and Banking Company, Limited	Sale of Shares	\$178,555	Fully Paid Ordinary & 77,000	77,000

SIGNED:

NAME:



Natsuhiko Okumura  
Senior Manager, Risk Management Dept, Sumitomo Mitsui Trust Holdings, Inc.

DATE: 20 / 2 / 2012

## ANNEXURE 2 - Present Relevant Interest

This is Annexure 2 of 2 pages referred to in the Form 604 – Notice of Change of Interests of Substantial Holder

Holder of Relevant Interest	Registered Holder of Securities	Person Entitled to be Registered as Holder	Nature of Relevant Interest	Class & Number of Securities	Person's Votes
TAML	BNP Paribas Fund Services Australasia Pty Ltd	Account 36	Responsible Entity	Fully Paid Ordinary Shares & 37,227	37,227
TIML	Citicorp Nominees Pty Limited	Account 75	Investment Manager	Fully Paid Ordinary Shares & 7,636,435	7,636,435
TIML	BNP Paribas Fund Services Australasia Pty Ltd	Account 44	Investment Manager	Fully Paid Ordinary Shares & 2,119,175	2,119,175
TIML	NAB Custodian Services	Account 53	Investment Manager	Fully Paid Ordinary Shares & 7,522,650	7,522,650
TIML	BNP Paribas Fund Services Australasia Pty Ltd	Account 48	Investment Manager	Fully Paid Ordinary Shares & 5,192,981	5,192,981
TAML	BNP Paribas Fund Services Australasia Pty Ltd	Account 55	Investment Manager	Fully Paid Ordinary Shares & 202,768	202,768
TIML	Suncorp Custodian Services Pty Limited	Account 65	Investment Manager	Fully Paid Ordinary Shares & 180,749	180,749
SIMFM	Suncorp Custodian Services Pty Limited	Account 69	Investment Manager	Fully Paid Ordinary Shares & 2,928	2,928
TIML	Suncorp Custodian Services Pty Limited	Account 82	Investment Manager	Fully Paid Ordinary Shares & 1,686,700	1,686,700
TIML	Suncorp Custodian Services Pty Limited	Account 80	Investment Manager	Fully Paid Ordinary Shares & 493,309	493,309
TIML	Suncorp Custodian Services Pty Limited	Account 81	Investment Manager	Fully Paid Ordinary Shares & 997,847	997,847
TAML	BNP Paribas Fund Services Australasia Pty Ltd	Account 7	Responsible Entity	Fully Paid Ordinary Shares & 271,617	271,617
TAML	BNP Paribas Fund Services Australasia Pty Ltd	Account 3	Responsible Entity	Fully Paid Ordinary Shares & 10,357,833	10,357,833
TIML	NAB Custodian Services	Account 76	Investment Manager	Fully Paid Ordinary Shares & 417,409	417,409
TIML	Citicorp Nominees Pty	Account 59	Investment Manager	Fully Paid Ordinary Shares & 464,040	464,040

Nikko Asset Management Co., Ltd	Limited Mizuho Trust & Banking Co., Ltd.	Trust of Fund 1	Investment Manager	Shares & 464,040 Fully Paid Ordinary Shares & 74,382	74,382
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SIGNED:  DATE: 2012/2/2012

NAME: Natsuhiko Okumura  
 Senior Manager, Risk Management Dept, Sumitomo Mitsui Trust Holdings, Inc.

## Annexure 3 – SMTH Subsidiaries

This is Annexure 3 of 2 pages referred to in the Form 604 – Notice of Change of Interests of Substantial Holder

### SMTH Subsidiaries

<b>Sumitomo Mitsui Trust Holdings Inc. Subsidiaries:</b>
The Sumitomo Trust & Banking Co., Ltd.
The Sumishin Shinko Company Limited
Sumishin Guaranty Company Limited
First Credit Corporation
STB Wealth Partners Co., Limited
Sumishin Real Estate Loan & Finance, Limited
Sumishin Business Service Company, Limited
STB Real Estate Investment Management Co., Ltd.
STB Business Partners Co., Ltd.
Nikko Asset Management Co., Ltd.
Nikko Asset Management International Limited
Nikko Asset Management Luxembourg S.A.
Nikko AM Global Holdings Limited
Nikko Asset Management Europe Ltd
Nikko AM Global Cayman Limited
Nikko AM (Cayman) Ltd
Nikko AM Americas Holding Co., Inc.
Nikko Asset Management Americas, Inc.
Japan TA Solution, Ltd.
Sumishin Panasonic Financial Services Co., Ltd.
STB Global Investor Services Co., Ltd.
The Sumitomo Trust Finance (H.K.) Ltd.
Sumitomo Trust and Banking (Luxembourg) S.A.
Sumitomo Trust and Banking Co.(U.S.A.)
STB Consulting (China) Co., Ltd.
STB Omega Investment Ltd.
Sumishin Card Company, Limited
STB Investment Corporation
Sumishin Information Service Company Limited
STB Asset Management Co., Ltd.
STB Research Institute Co., Ltd.
Sumishin Realty Company, Limited
SBI Sumishin Net Bank, Ltd.
Japan Pension Operation Service, Ltd.
BUSINEXT CORPORATION
Sumishin Life Card Company, Limited
Top REIT Asset Management Co., Ltd.
HR One Corporation
Japan Trustee Services Bank, Ltd.
Hewitt HR One
SBI Sumishin Net Bank Card Co., Ltd.
The Chuo Mitsui Trust and Banking Company, Limited
Chuo Mitsui Asset Trust and Banking Company, Limited
Chuo Mitsui Asset Management Company, Limited
Chuo Mitsui Capital Company Limited
Chuo Mitsui Guarantee Co.,Ltd.
Chuo Mitsui Card Co.,Ltd.
Chuo Mitsui Realty Company, Limited
Chuo Mitsui Information Technology Co.,Ltd.
CMTB Facilities Co.,Ltd.
Chuo Mitsui Business Company, Limited
Chuo Mitsui Loan Business Co.,Ltd.
CMTB Equity Investment Co.,Ltd.
Chuo Mitsui Finance Service Co.,Ltd.
Tokyo Securities Transfer Agent Co.,Ltd.
Chuo Mitsui Trust Realty Company, Limited
Chuo Mitsui Create Company, Limited
Chuo Mitsui Trust International Ltd.
Chuo Mitsui Investments Hong Kong Limited

Mitsui & Co., Logistics Partners Ltd.
Japan Stockholders Data Service Company. Limited
Tyndall Asset Management Limited
Tyndall Investment Management Limited
SIM Funds Management Limited
Tyndall Investment Management New Zealand Limited
Nikko Asset Management Asia Limited
Nikko Asset Management Hong Kong Limited
DBS Asset Management (United States) Pte Ltd
Asian Islamic Investment Management Sdn. Bhd.

SIGNED:  
NAME:



DATE:

20/2/2012

Natsuhiko Okumura  
Senior Manager, Risk Management Dept, Sumitomo Mitsui Trust Holdings, Inc.