



Date: 1st May 2009

The Manager  
Listings Department  
Australian Stock Exchange Limited

No. of Pages (incl.): 3

NOTICE OF INITIAL SUBSTANTIAL HOLDER

Dear Sir/Madam,

Pursuant to Section 671B of the Corporations Law, AMP Limited discloses a substantial holding in Sky City Entertainment Group Limited.

The enclosed ASIC Form 603 discloses all required details.

Yours faithfully,

Glen Moran  
Head of Corporate Actions  
BNP Paribas Securities Services  
Phone: 02 9222 0091

**Form 603  
Corporations Law  
Section 671B  
Notice of Initial Substantial Holder**

To: **Sky City Entertainment Group Limited**

ACN/ARSN: 098 775 047

**1. Details of substantial holder**

Name: AMP Limited (ACN 079 354 519) and its related bodies corporate.

The holder became a substantial holder on 29th April 2009

**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 had a relevant interest on the date the substantial holder became a substantial holder are as follows:

<i>Class of securities</i>	<i>Number of Securities</i>	<i>Persons' votes</i>	<i>Voting power</i>
Fully Paid Ordinary	29,106,200	29,106,200	5.21%

**3. Details of relevant interests**

The nature of relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

<i>Holder of relevant interest</i>	<i>Nature of relevant interests</i>	<i>Class and number of securities</i>	<i>Person's votes affected</i>
AMP Capital Investors (NZ) Limited (AMP Capital NZ)	AMP Capital NZ is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Fully Paid Ordinary: 27,395,634	27,395,634
AMP Capital Investors Limited (AMP Capital)	AMP Capital, in its capacity as the investment manager for the persons or trusts listed besides its name in Paragraph 4, has the power to control voting and/or the disposal of securities. AMP Capital is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Fully Paid Ordinary: 600,000	600,000
AMP Capital Investors Limited as Responsible Entity of the EFM Australian Share Fund 2	AMP Capital Investors Limited is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Fully Paid Ordinary: 103,869	103,869
AMP Capital Investors Limited as Responsible Entity of the EFM Australian Share Fund 5	AMP Capital Investors Limited is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Fully Paid Ordinary: 411,466	411,466
AMP Capital Investors Limited as Responsible Entity of the EFM Australian Share Fund 6	AMP Capital Investors Limited is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Fully Paid Ordinary: 392,430	392,430
AMP Capital Investors Limited as Future Directions Australian Share Fund	AMP Capital Investors Limited is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Fully Paid Ordinary: 202,801	202,801
Total:			29,106,200

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

<i>Holder of relevant interest</i>	<i>Registered holder of securities</i>	<i>Person entitled to be registered as holder</i>	<i>Class and number of securities</i>	<i>Person's votes affected</i>
AMP Capital Investors (NZ) Limited	Tracker Nominees Limited	AMPI Tracker Fund	Fully Paid Ordinary: 400,955	400,955
	AMP Custodian Services (NZ) Limited	COMM TRUST OF SOUTHLAND	Fully Paid Ordinary: 399,404	399,404
	Guardians of New Zealand Superannuation	NZ SUPERANNUATION FUND	Fully Paid Ordinary: 9,565,550	9,565,550
	NZGT Nominees Limited	AMPCI NZ EQUITY	Fully Paid Ordinary: 32,638	32,638
	NZGT Nominees Limited	AMPCI NZ Shares Fund	Fully Paid Ordinary: 9,100,624	9,100,624
	NZGT Nominees Limited	AMPCI STRATEGIC NZ SHARES FUND	Fully Paid Ordinary: 7,896,463	7,896,463
AMP Capital Investors Limited	Cogent Nominees Pty Limited <SMP Accounts>	Cogent Nominees Pty Limited <SMP Accounts>	Fully Paid Ordinary: 458,363	458,363
	Cogent Nominees Pty Limited	Cogent Nominees Pty Limited	Fully Paid Ordinary: 141,637	141,637
AMP Capital Investors Limited as Responsible Entity of the EFM Australian Share Fund 2	Cogent Nominees Pty Limited	AMP Capital Investors Limited	Fully Paid Ordinary: 103,869	103,869
AMP Capital Investors Limited as Responsible Entity of the EFM Australian Share Fund 5	Cogent Nominees Pty Limited	AMP Capital Investors Limited	Fully Paid Ordinary: 411,466	411,466
AMP Capital Investors Limited as Responsible Entity of the EFM Australian Share Fund 6	Cogent Nominees Pty Limited	AMP Capital Investors Limited	Fully Paid Ordinary: 392,430	392,430
AMP Capital Investors Limited as Future Directions Australian Share Fund	Cogent Nominees Pty Limited	AMP Capital Investors Limited	Fully Paid Ordinary: 202,801	202,801
Total:			29,106,200	29,106,200

**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:

<i>Holder of relevant interest</i>	<i>Date of acquisition</i>	<i>Consideration</i>	<i>Class and number of securities</i>
AMP Capital Investors Limited	Share acquisition	\$876,422.12	Fully Paid Ordinary 751,395
AMP Henderson Global Investors (NZ) Limited	Share acquisition	\$23,236,073.90	Fully Paid Ordinary 8,662,711
Cogent Nominees Pty Limited	Share acquisition	\$295,568.09	Fully Paid Ordinary 141,637
Cogent Nominees Pty Limited	Share acquisition	\$956,511.91	Fully Paid Ordinary 458,363

**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*

AMP Life Limited (ACN 079 300 379)	Related bodies corporate of AMP Limited under Part 1.2 of the Corporations Law.
AMP Capital Investors Limited (ACN 001 777 591)	Related bodies corporate of AMP Limited under Part 1.2 of the Corporations Law.

**7. Addresses**

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

<i>Name</i>	<i>Address</i>
AMP Capital Investors Limited	Level 22, 33 Alfred Street, Sydney NSW 2000
AMP Capital Investors (NZ) Limited	City Tower, 95 Custom House Quay, Wellington, N.Z.
Cogent Nominees Pty Limited	Level 6, 60 Castlereagh Street, Sydney NSW 2000
Henderson Global Investors Limited	3 Finsbury Ave, London EC2M 2PA, United Kingdom

This Initial Substantial Holder Notice (ASIC Form 603) comprises 2 page/s in total.