

NOTICE OF FILING

This document was lodged electronically in the FEDERAL COURT OF AUSTRALIA (FCA) on 4/12/2017 10:26:36 AM AEDT and has been accepted for filing under the Court's Rules. Details of filing follow and important additional information about these are set out below.

Details of Filing

Document Lodged: Statement of Claim - Form 17 - Rule 8.06(1)(a)
File Number: VID1317/2017
File Title: ZANTRAN PTY LIMITED v CROWN RESORTS LIMITED
Registry: VICTORIA REGISTRY - FEDERAL COURT OF AUSTRALIA



Dated: 4/12/2017 1:05:23 PM AEDT

A handwritten signature in blue ink that reads 'Warwick Soden'.

Registrar

Important Information

As required by the Court's Rules, this Notice has been inserted as the first page of the document which has been accepted for electronic filing. It is now taken to be part of that document for the purposes of the proceeding in the Court and contains important information for all parties to that proceeding. It must be included in the document served on each of those parties.

The date and time of lodgment also shown above are the date and time that the document was received by the Court. Under the Court's Rules the date of filing of the document is the day it was lodged (if that is a business day for the Registry which accepts it and the document was received by 4.30 pm local time at that Registry) or otherwise the next working day for that Registry.



Form 17
Rule 8.05(1)(a)

STATEMENT OF CLAIM

No. VID of 2017

Federal Court of Australia
District Registry: Victoria
Division: General

ZANTRAN PTY LIMITED (ACN 078 669 155)

Applicant

CROWN RESORTS LIMITED (ACN 125 709 953)

Respondent

TABLE OF CONTENTS

A	THE PARTIES	3
A.1	The Applicant and the Group Members	3
A.2	The Respondent	4
B	CROWN'S BUSINESS	6
C	CROWN'S CHINA OPERATIONS	8
D	CHINESE LAW	11
E	THE DETENTION, ARREST AND PROSECUTION OF CROWN STAFF	12
F	17 OCTOBER 2016 ANNOUNCEMENT	12
G	CROWN'S KNOWLEDGE PRIOR TO 17 OCTOBER 2016	13
G.1	Chinese Gambling Crackdown	13

Filed on behalf of:	Zantran Pty Ltd (The Applicant)	
Prepared by:	Michael Donnelly, Maurice Blackburn	
Tel:	(03) 9605 2812	Fax (03) 9258 9600
Email	mdonelly@mauriceblackburn.com.au	
Address for service:	Level 10, 456 Lonsdale Street Melbourne VIC 3000	

G.2	South Korean Casino Employee Arrests	14
G.3	Information and risk known to Crown	15
H	CROWN'S CONTINUOUS DISCLOSURE CONTRAVENTION	16
H.1	China Operations Illegal Information Continuous Disclosure Contravention	16
H.2	China Operations Crackdown Continuous Disclosure Contravention	17
H.3	Employee Detention Risk Continuous Disclosure Contravention	17
H.4	China Operations Enforcement Risk Continuous Disclosure Contravention	18
H.5	Chinese VIP Revenue Risk Continuous Disclosure Contravention	19
H.6	Revenue Risk Continuous Disclosure Contravention	19
H.7	Continuing nature of Crown's contraventions	20
I	CROWN'S STATEMENTS PRIOR TO 17 OCTOBER 2016	21
I.1	Crown's 2014 statements	21
I.2	Crown's 2015 statements	22
I.3	Crown's 2016 Statements	24
I.4	Crown's Representations	26
J	CROWN'S MISLEADING OR DECEPTIVE CONDUCT	27
J.1	Risk Management Representation Misleading Conduct Contravention	27
J.2	Chinese Market Growth Representation Misleading Conduct Contravention	28
J.3	Continuing nature of Crown's contraventions	30
K	CAUSATION, LOSS AND DAMAGE	30
K.1	Market-based causation	30
K.3	Loss or damage suffered by the Applicant and Group Members	32
L	ENTITLEMENT TO RELIEF	33
	SCHEDULE A (DEFINED TERMS)	35

A THE PARTIES

A.1 The Applicant and the Group Members

1. This proceeding is commenced as a representative proceeding pursuant to Part IVA of the *Federal Court of Australia Act 1976* (Cth) by the Applicant on its own behalf and on behalf of all persons who or which:

- (a) acquired an interest in fully paid ordinary shares in Crown Resorts Limited (**Crown Shares**) during the period between 6 February 2015 and 16 October 2016 (**Relevant Period**);
- (b) suffered loss or damage by reason of the conduct of the Respondent (**Crown**) pleaded in this Statement of Claim;
- (c) were not during any part of the Relevant Period, and are not as at the date of this Statement of Claim, any of the following:
 - (i) a related party (as defined by s 228 of the *Corporations Act 2001* (Cth) of Crown;
 - (ii) a related body corporate (as defined by s 50 of the *Corporations Act*) of Crown;
 - (iii) an associated entity (as defined by s 50AAA of the *Corporations Act*) of Crown;
 - (iv) an officer or a close associate (as defined by s 9 of the *Corporations Act*) of Crown; or
 - (v) a Justice, Registrar, District Registrar or Deputy District Registrar of the High Court of Australia or the Federal Court of Australia (**Group Members**).

2. The Applicant:

- (a) was at all material times a company incorporated under the *Corporations Act*;

- (b) acquired interests in Crown Shares during the Relevant Period.

Particulars

Details of the acquisitions of Crown Shares by the Applicant are set out below.

Date	Transaction	No of shares	Price	
13 Aug 2015	Buy	1,000	500	\$13.04
			500	\$13.03
13 Aug 2015	Buy	2,000	\$13.04	

3. As at the date of the commencement of this proceeding, there are seven or more persons who have claims against Crown in respect of the matters set out in this Statement of Claim.

A.2 The Respondent

4. Crown is and at all material times was:

- (a) incorporated pursuant to the *Corporations Act* and capable of being sued;
- (b) a person within the meaning of s 1041H of the *Corporations Act*;
- (c) a person within the meaning of s 12DA of the *Australian Securities and Investments Commission Act 2001* (Cth) (**ASIC Act**);
- (d) a person within the meaning of s 18 of the Australian Consumer Law set out in Schedule 2 of the *Competition and Consumer Act 2010* (Cth), as applicable pursuant to:
 - (i) s 7 of the *Fair Trading (Australian Consumer Law) Act 1992* (ACT);
 - (ii) s 28 of the *Fair Trading Act 1987* (NSW);
 - (iii) s 12 of the *Australian Consumer Law and Fair Trading Act 2012* (Vic);
 - (iv) s 16 of the *Fair Trading Act 1989* (Qld);
 - (v) s 6 of the *Australian Consumer Law (Tasmania) Act 2010* (Tas);
 - (vi) s 19 of the *Fair Trading Act 2010* (WA);

- (vii) s 14 of the *Fair Trading Act 1987* (SA); and/or
 - (viii) s 27 of the *Consumer Affairs and Fair Trading Act* (NT),
- as in force after 1 January 2011 (individually, or together, the **ACL**); and
- (e) included in the official list of the financial market operated by the Australian Securities Exchange (**ASX**);
 - (f) a listed disclosing entity within the meaning of s 111AL(1) of the *Corporations Act*; and
 - (g) subject to and bound by the Listing Rules of the ASX (**ASX Listing Rules**).
5. Further, at all material times, Crown had on issue Crown Shares which were and are:
- (a) ED securities within the meaning of s 111AE of the *Corporations Act*;
 - (b) quoted ED securities within the meaning of s 111AM of the *Corporations Act*; and
 - (c) able to be acquired and disposed of by investors and potential investors in Crown Shares (**Crown Securities Market**) on the financial market operated by ASX.
6. At all material times, the ASX was a market operator of a listing market, namely the ASX's financial market, in relation to Crown Shares for the purposes of s 674(1) of the *Corporations Act*.
7. At all material times, Rule 3.1 of the ASX Listing Rules provided that once an entity is aware or becomes aware of any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities, the entity must, unless the exceptions in ASX Listing Rule 3.1A apply, immediately tell the ASX that information.
8. At all material times, Rule 19.12 of the ASX Listing Rules provided that an entity becomes aware of information if, and as soon as, a director or executive officer has, or ought reasonably to have, come into possession of the information in the course of the performance of their duties as a director or executive officer of that entity.

9. At all material times, s 674(2) of the *Corporations Act* applied to Crown by reason of:
- (a) the matters set out in paragraphs 4(e) to (g) and 5 above; and
 - (b) ss 111AP(1) and/or 674(1) of the *Corporations Act* (**Continuous Disclosure Obligations**).

B CROWN'S BUSINESS

10. At all material times, Crown carried on a business as one of Australia's largest gaming and entertainment groups with operations and investments in Australia, Asia, the United Kingdom and the United States.
11. At all material times, Crown's assets and interests included:
- (a) in Australia:
 - (i) 100 per cent ownership of the Melbourne casino and hotel resort (**Crown Melbourne**); and
 - (ii) 100 per cent ownership of the Perth casino and hotel resort (**Crown Perth**);
 - (b) an equity stake of between approximately 33.6 per cent and 27.4 per cent in Melco Crown Entertainment (**Melco Crown**), which owned and operated casinos in Macau and the Philippines.

Particulars

- A. As at 30 June 2014, Crown held 33.6 per cent of Melco Crown (Crown 2014 Annual Report, p. 107);
- B. As at 30 June 2015, Crown held 34.3 per cent of Melco Crown (Crown 2015 Annual Report, p. 111);
- C. As at 30 June 2016, Crown held 27.4 per cent of Melco Crown (Crown 2016 Annual Report, p. 100);
- D. At all material times, Melco Crown was the owner and operator of City of Dreams and Altira Macau, two premium integrated casino and hotel resorts in Macau. Melco Crown also held equity interests in Melco Crown (Philippines) Resort Corporation (which had an interest in a consortium that owned and operated City of Dreams Manila, an integrated resort in Manila) and Studio City Macau (which

operated Studio City Macau, an integrated resort in Macau). (Crown 2014 Annual Report, p. 16 – 18; Crown 2015 Annual Report, p. 22 – 24; Crown 2016 Annual Report, p. 16 – 17);

- E. In 2016 and 2017, Crown sold all of its holdings in Melco Crown, with the sale completed on 15 May 2017.
12. At all material times, the customers of Crown Melbourne, Crown Perth and Melco Crown included customers who travelled to Australia and Macau from other countries including China and:
- (a) placed bets in private gaming rooms at Crown Casino Melbourne, Crown Perth and City of Dreams Macau, Altira Macau, and Studio City Macau (the latter three being **Crown Macau** casinos);
 - (b) were extended credit, including arrangements known as “rolling chips”, to gamble at Crown Melbourne, Crown Perth and Crown Macau casinos; and
 - (c) were provided with assistance with organising visas and travel plans, and benefits including accommodation, meals and refreshments while in Australia or Macau (**Crown’s international VIP gamblers**).
13. At all material times, Crown’s international VIP gamblers included Chinese nationals who travelled to Australia to gamble at Crown Melbourne and Crown Perth, and who travelled to Macau to gamble at Crown Macau casinos (**Crown’s Chinese VIP gamblers**).
14. Between 2014 and October 2016, Crown derived a substantial portion of its revenue from VIP gambling (**Crown’s VIP revenue**).

Particulars

- A. For the financial year ending 30 June 2014, Crown reported revenue from VIP Program Play of \$937,228,000 and its reported total revenue was \$3,094,764,000.
- B. For the financial year ending 30 June 2015, Crown reported revenue from VIP Program Play of \$1,121,676,000 and its reported total revenue was \$3,484,753,000.

The revenue figures for the financial years ending 30 June 2014 and 30 June 2015 were recorded in Crown’s Preliminary Final Report (Appendix 4E) published on the ASX on 13 August 2015.

- C. For the financial year ending 30 June 2016, Crown reported revenue from VIP Program Play of \$1,004,583,000 and its reported total revenue was \$3,617,757,000.

The revenue figures for the financial year ending 30 June 2016 was recorded in Crown's Appendix 4E published on the ASX on 17 August 2016.

- 15. Between 2014 and October 2016, Crown derived a substantial portion of its revenue from Crown's international VIP gamblers (**Crown's international VIP revenue**).

Particulars

The Applicant refers to and repeats the particulars to paragraph 14. Further particulars may be provided after discovery.

- 16. Between 2014 and October 2016, Crown derived a substantial portion of its revenue from Crown's Chinese VIP gamblers (**Crown's Chinese VIP revenue**).

Particulars

In an ASX release dated 20 October 2016, Crown reported that:

- A. around a quarter of Crown Group's revenues were generated from international VIP gaming programs;
- B. Crown's international VIP gaming program visitors originated from regions including South East Asia, North Asia (including mainland China), Europe and the Middle East; and
- C. the segment of Crown Group revenue attributable to the international VIP gaming program play business from mainland China visitors was approximately 12 per cent of the Crown Group revenues in FY16.

C CROWN'S CHINA OPERATIONS

- 17. Between 2014 and October 2016, Crown employed employees who performed functions and tasks for the benefit of Crown on mainland China, including:

- (a) performing sales, marketing and administrative tasks; in teams organised by reference to regions of China;
- (b) meeting with Chinese nationals for the purpose of promoting gambling at Crown Melbourne, Crown Perth and Crown Macau casinos;

- (c) providing assistance to Chinese nationals with arranging travel from mainland China to Australia for the purpose of gambling at Crown Melbourne and Crown Perth and providing assistance with visa applications;
- (d) organising for Chinese nationals who travelled from mainland China to Australia for the purpose of gambling at Crown Melbourne and Crown Perth to be provided with accommodation, meals and refreshments while in Australia; and
- (e) organising credit for Chinese nationals to use for gambling at Crown Melbourne, Crown Perth and Crown Macau casinos;
- (f) reporting the results of sales and marketing performed by Crown employees in China; and
- (g) contacting Chinese nationals who had engaged in gambling at Crown Melbourne Casino, Crown Perth and Crown Macau casinos for the purpose of requesting those Chinese nationals to pay debts incurred while gambling (**Crown's China Operations**).

18. Between 2014 and October 2016, persons employed by Crown who performed functions and tasks in Crown's China Operations on mainland China:

- (a) had sales targets; and
- (b) earned commissions and received payments from Crown,

based on gambling turnover derived from Crown's Chinese VIP gamblers.

19. By October 2016, Crown employed at least 19 employees who performed functions on mainland China as part of Crown's China Operations, namely:

- (a) Jason O'Connor;
- (b) Yaohui Gaomu;
- (c) Wang Xun;
- (d) Liu Yuanzheng;

- (e) Zhu Bing;
- (f) Wu Xuefen;
- (g) Tao Yin;
- (h) He Xi;
- (i) Xiong Bin;
- (j) Dai Bin;
- (k) Jia Qi;
- (l) Pan Dan;
- (m) Xuan Peng ;
- (n) Chi Yang;
- (o) Cao Zhiqiang;
- (p) Lv Xiaolei;
- (q) Jiang Ling;
- (r) Tang Xiaoqing; and
- (s) Cai Xiaoyu.

20. Jason O'Connor:

- (a) was employed by Crown as Executive Vice President, VIP International; and
- (b) had duties including:
 - (i) approving sales targets for 19 Crown staff who were arrested as set out in paragraphs 25– 26 below; and
 - (ii) visiting China to meet with Chinese nationals who were existing clients of Crown and to develop potential new clients.

21. Between 2014 and October 2016, Crown derived a substantial portion of its revenue from the implementation of Crown’s China Operations.

Particulars

The Applicant refers to and repeats the particulars to paragraphs 14 to 16.

D CHINESE LAW

22. At all material times, the Criminal Law of the People’s Republic of China provided that:

- (a) Article 303

“Whoever, for the purpose of profit, gathers a crowd to gamble, opens a gambling establishment or undertakes gambling as a business shall be sentenced to fixed-term imprisonment of not more than three years, detention or surveillance and shall be subject to a fine.”

- (b) Article 25

“A joint crime refers to the situation where two or more persons intentionally commit a crime jointly.

Where two or more persons negligently commit a crime jointly, it will not be punished as a joint crime; those who should bear criminal liability shall be separately punished in accordance with the crime that they have committed.”

23. On 11 May 2005, the Supreme People’s Court of the People’s Republic of China issued Interpretation No. 3 [2005] of the Supreme People’s Court entitled *Interpretation of the Supreme People’s Court and Supreme People’s Procuratorate about Some Issues Concerning the Application of Law in Gambling Criminal Cases (Supreme People’s Court Interpretation)*, which was effective from 13 May 2005 and was in effect at all times during the Relevant Period.

24. At all material times, Article 1 of the Supreme People’s Court Interpretation provided that:

“Whoever, for the purpose of profit, falls into any of the following circumstances shall constitute ‘gathering a crowd to gamble’ as provided by Article 303 of the Criminal Law:

- (1) Organising three or more persons to gamble and reaping profits by taking a percentage in amounts that equal 5,000 yuan or more in aggregate;
- (2) Organising three or more persons to gamble where the amount gambled is 50,000 yuan or more in aggregate;
- (3) Organising three or more persons to gamble where the number of people participating in the gambling is 20 persons or more in aggregate;
- (4) Organising 10 or more persons who are citizens of the People’s Republic of China to go abroad to gamble, from which kickbacks or referral fees are collected.”

E THE DETENTION, ARREST AND PROSECUTION OF CROWN STAFF

25. Between 13 and 24 October 2016, Chinese authorities detained 19 Crown employees.
26. In about June 2017, the 19 Crown staff were charged with offences relating to the promotion of gambling and their cases were referred to the Baoshan District Court.
27. On 26 June 2017, the 19 Crown staff were found guilty by three judges of the Baoshan District Court of the commission of gambling offences contrary to Articles 25 and 303 and of the Criminal Law of the People’s Republic of China.

F 17 OCTOBER 2016 ANNOUNCEMENT

28. On Monday 17 October 2016, in accordance with information which had been widely publicised in the media on the preceding day, Crown announced that 18 of its staff, including Crown’s Executive Vice President VIP International, Jason O’Connor, had been detained by Chinese authorities (**17 October Announcement**).

Particulars

The 17 October announcement was made in an ASX announcement released by Crown on 17 October 2016 titled 'Response to Media Reports'.

29. Following the publication of the 17 October Announcement, Crown's share price declined by approximately 13.9 per cent.

Particulars

On Friday 14 October 2016, the closing price of Crown Shares was \$12.95. On Monday 17 October 2016, the closing price of Crown Shares was \$11.15.

G CROWN'S KNOWLEDGE PRIOR TO 17 OCTOBER 2016

G.1 Chinese Gambling Crackdown

30. On or about 6 February 2015, the Chinese Government announced that:
- (a) the fact that Chinese citizens were being organised to gamble abroad was causing great harm; and
 - (b) casinos in overseas countries which had set up representative offices in China to attract and recruit Chinese citizens to gamble abroad were now a "major crackdown target." (**Chinese Gambling Crackdown**)

Particulars

On 6 February 2015, the Ministry of Public Security held a press conference at the Ministry of Public Security on the topic of public security crackdown and rectification.

The speakers who addressed the press conference included Liu Shaowu, Director of the Public Security Bureau under the Ministry of Public Security and Yan Zhengbin and Hua Jinfeng, Deputy Directors of the Public Security Bureau.

Journalists attended the press conference including journalists representing China Daily, Beijing Times, CCTV, Xinhua News Agency, and People's Public Security.

31. On and from 6 February 2015, Crown was aware (within the meaning of ASX Listing Rule 19.12) of the Chinese Gambling Crackdown.

Particulars

Crown's awareness arises from the following:

- A. The Chinese Gambling Crackdown was announced at a public press conference. The Applicant refers to and repeats the particulars to paragraph 30 above.
- B. The press conference and the announcement of the Chinese Gambling Crackdown were reported in the English language media on or shortly after 6 February 2015, including in:
 - (i) an article published by Reuters dated 6 February 2015 titled 'China to crack down on foreign casinos seeking Chinese gamblers'.
 - (ii) an article in the Singapore-based *Business Times* dated 6 February 2015 titled 'China clamps down on foreign casinos wooing Chinese gamblers'.
 - (iii) On 20 February 2015, it was reported in *The Australian* in an article titled 'VIP influx a windfall for Crown' that Crown Chief Executive Officer Rowan Craigie said that "the Australian and New Zealand markets are benefitting from the [Chinese corruption] crackdown".
- C. The Chinese Gambling Crackdown was information that ought reasonably have come into the possession of the directors or executive officers of Crown having regard to the fact of Crown's China Operations.

G.2 South Korean Casino Employee Arrests

- 32. On or about 17 June 2015, employees of South Korean casino operators Paradise and Grand Korea Leisure were arrested by Chinese authorities and charged with offences relating to marketing gambling to Chinese citizens (**South Korean Casino Employee Arrests**).
- 33. On and from 19 June 2015, Crown was aware (within the meaning of ASX Listing Rule 19.12) of the South Korean Casino Employee Arrests.

Particulars

Crown's awareness arises from the following:

- A. The arrest of the South Korean employees was reported by:
 - (i) the Yonhap News Agency on 19 June 2015 in an article titled 'China arrests 14 S Koreans for allegedly luring Chinese gamblers';

- (ii) the *Straits Times* on 20 June 2015 in an article titled ‘S Korean casino operators hit by arrests in China’, and
 - (iii) the *Macau Daily Times* on 22 June 2015 in an article titled ‘Korean casinos plunge after report China arrests promoters’.
- B. Crown’s status as a competitor of Paradise and Grand Korea Leisure and the facts of Crown’s China Operations.
 - C. The South Korean Casino Employee Arrests was information that ought reasonably have come into the possession of the directors or executive officers of Crown having regard to the fact of Crown’s China Operations.

G.3 Information and risk known to Crown

34. On and from 6 February 2015 (or in the alternative on and from 19 June 2015) by reason of the matters pleaded in paragraphs 17 to 33:
- (a) Crown’s China Operations were in breach of Chinese law (**China Operations Illegal Information**); and/or
 - (b) Crown’s China Operations possessed characteristics which were a target of the Chinese Gambling Crackdown (**China Operations Crackdown Information**);
35. On and from 6 February 2015 (or in the alternative on and from 19 June 2015) by reason of the matters pleaded in paragraphs 17 to 34 above, there existed a risk that:
- (a) Crown employees would be charged, arrested, detained, prosecuted or convicted by Chinese authorities for commission of crimes in contravention of Chinese laws in relation to gambling (**Employee Detention Risk**);
 - (b) in circumstances where Crown employees were charged, arrested, detained, prosecuted or convicted by Chinese authorities for commission of crimes in contravention of Chinese laws in relation to gambling, Crown would be forced to terminate its China Operations (**China Operations Enforcement Risk**);
 - (c) in circumstances where Crown terminated its China Operations, Crown would suffer a significant reduction in Crown’s Chinese VIP Revenue (**Chinese VIP Revenue Risk**); and/or

- (d) in circumstances where Crown suffered a significant reduction in Crown's Chinese VIP Revenue, it would suffer a significant reduction in Crown's total revenue (**Revenue Risk**).
36. On and from 6 February 2015 (or in the alternative on and from 19 June 2015) Crown was aware (within the meaning of the ASX Listing Rule 19.12) of:
- (a) the China Operations Illegal Information;
 - (b) the China Operations Crackdown Information;
 - (c) the Employee Detention Risk;
 - (d) the China Operations Enforcement Risk;
 - (e) the Chinese VIP Revenue Risk; and/or
 - (f) the Revenue Risk.

H CROWN'S CONTINUOUS DISCLOSURE CONTRAVENTION

H.1 China Operations Illegal Information Continuous Disclosure Contravention

37. On and from 6 February 2015 (or in the alternative, on and from 19 June 2015) until 17 October 2016, the China Operations Illegal Information was information that:
- (a) a reasonable person would expect to have a material effect on the price or value of Crown Shares within the meaning of ASX Listing Rule 3.1 and s 674(2)(c)(ii) of the *Corporations Act*; and
 - (b) was not generally available.
38. By reason of Crown's Continuous Disclosure Obligations and the matters pleaded in paragraphs 36(a) and 37, on and from 6 February 2015 (or in the alternative on and from 19 June 2015), Crown became obliged immediately to tell the ASX the China Operations Illegal Information.
39. Crown did not inform the ASX of the China Operations Illegal Information immediately on 6 February 2015 (or in the alternative on 19 June 2015) or at all during

the Relevant Period, and the Crown Securities Market did not become aware of that information until 17 October 2016.

40. By reason of the matters pleaded in paragraphs 37 to 39, Crown contravened s 674(2) of the *Corporations Act* (**China Operations Illegal Continuous Disclosure Contravention**).

H.2 China Operations Crackdown Continuous Disclosure Contravention

41. On and from 6 February 2015 (or in the alternative, on and from 19 June 2015) until 17 October 2016, the China Operations Crackdown Information was information that:

- (a) a reasonable person would expect to have a material effect on the price or value of Crown Shares within the meaning of ASX Listing Rule 3.1 and s 674(2)(c)(ii) of the *Corporations Act*; and
- (b) was not generally available.

42. By reason of Crown's Continuous Disclosure Obligations and the matters pleaded in paragraphs 36(b) and 41, on and from 6 February 2015 (or in the alternative on and from 19 June 2015), Crown became obliged immediately to tell the ASX the China Operations Crackdown Information.

43. Crown did not inform the ASX of the China Operations Crackdown Information immediately on 6 February 2015 (or in the alternative on 19 June 2015), or at all during the Relevant Period, and the Crown Securities Market did not become aware of that information until 17 October 2016.

44. By reason of the matters pleaded in paragraphs 41 to 43, Crown contravened s 674(2) of the *Corporations Act* (**China Operations Crackdown Continuous Disclosure Contravention**).

H.3 Employee Detention Risk Continuous Disclosure Contravention

45. On and from 6 February 2015 (or in the alternative on and from 19 June 2015) until 17 October 2016, the Employee Detention Risk Information was information that:

- (a) a reasonable person would expect to have a material effect on the price or value of Crown Shares within the meaning of ASX Listing Rule 3.1 and s 674(2)(c)(ii) of the *Corporations Act*; and
 - (b) was not generally available.
46. By reason of Crown's Continuous Disclosure Obligations and the matters pleaded in paragraphs 36(c) and 45, on and from 6 February 2015 (or in the alternative on and from 19 June 2015), Crown became obliged immediately to tell the ASX the Employee Detention Risk Information.
47. Crown did not inform the ASX of the Employee Detention Risk Information immediately on 6 February 2015 (or in the alternative on 19 June 2015), or at all during the Relevant Period, and the Crown Securities Market did not become aware of that information until 17 October 2016.
48. By reason of the matters pleaded in paragraphs 45 to 47, Crown contravened s 674(2) of the Corporations Act (**Employee Detention Risk Continuous Disclosure Contravention**).

H.4 China Operations Enforcement Risk Continuous Disclosure Contravention

49. On and from 6 February 2015 (or in the alternative on and from 19 June 2015) until 17 October 2016, the China Operations Enforcement Risk Information was information that:
- (a) a reasonable person would expect to have a material effect on the price or value of Crown Shares within the meaning of ASX Listing Rule 3.1 and s 674(2)(c)(ii) of the *Corporations Act*; and
 - (b) was not generally available.
50. By reason of Crown's Continuous Disclosure Obligations and the matters pleaded in paragraphs 36(d) and 49, on and from 6 February 2015 (or in the alternative on and from 19 June 2015), Crown became obliged immediately to tell the ASX the China Operations Enforcement Risk Information.

51. Crown did not inform the ASX of the China Operations Enforcement Risk Information immediately on 6 February 2015 (or in the alternative on 19 June 2015), or at all during the Relevant Period, and the Crown Securities Market did not become aware of that information until 17 October 2016.
52. By reason of the matters pleaded in paragraphs 49 to 51, Crown contravened s 674(2) of the *Corporations Act* (**China Operations Enforcement Risk Continuous Disclosure Contravention**).

H.5 Chinese VIP Revenue Risk Continuous Disclosure Contravention

53. On and from 6 February 2015 (or in the alternative on and from 19 June 2015) until 17 October 2016, the Chinese VIP Revenue Risk Information was information that:
- (a) a reasonable person would expect to have a material effect on the price or value of Crown Shares within the meaning of ASX Listing Rule 3.1 and s 674(2)(c)(ii) of the *Corporations Act*; and
 - (b) was not generally available.
54. By reason of Crown's Continuous Disclosure Obligations and the matters pleaded in paragraphs 36(e) and 53, on and from 6 February 2015, (or in the alternative on and from 19 June 2015), Crown became obliged immediately to tell the ASX the Chinese VIP Revenue Risk Information.
55. Crown did not inform the ASX of the Chinese VIP Revenue Risk Information immediately on 6 February 2015 (or in the alternative on 19 June 2015), or at all during the Relevant Period and the Crown Securities Market did not become aware of that information until 17 October 2016.
56. By reason of the matters pleaded in paragraphs 53 to 55, Crown contravened s 674(2) of the *Corporations Act* (**Chinese VIP Revenue Risk Continuous Disclosure Contravention**).

H.6 Revenue Risk Continuous Disclosure Contravention

57. On and from 6 February 2015 (or in the alternative on and from 19 June 2015) until 17 October 2016, the Revenue Risk Information was information that:

(a) a reasonable person would expect to have a material effect on the price or value of Crown Shares within the meaning of ASX Listing Rule 3.1 and s 674(2)(c)(ii) of the *Corporations Act*; and

(b) was not generally available.

58. By reason of Crown's Continuous Disclosure Obligations and the matters pleaded in paragraphs 36(f) and 57, on and from 6 February 2015, (in the alternative on and from 19 June 2015), Crown became obliged immediately to tell the ASX the Revenue Risk Information.

59. Crown did not inform the ASX of the Revenue Risk Information immediately on 6 February 2015, (or in the alternative on 19 June 2015), or at all during the Relevant Period and the Crown Securities Market did not become aware of that information until 17 October 2016.

60. By reason of the matters pleaded in paragraphs 57 to 59, Crown contravened s 674(2) of the *Corporations Act* (**Revenue Risk Continuous Disclosure Contravention**).

H.7 Continuing nature of Crown's contraventions

61. Each of:

(a) the China Operations Illegal Continuous Disclosure Contravention;

(b) the China Operations Crackdown Continuous Disclosure Contravention;

(c) the Employee Detention Risk Continuous Disclosure Contravention;

(d) the China Operations Enforcement Risk Continuous Disclosure Contravention;

(e) the Chinese VIP Revenue Risk Continuous Disclosure Contravention;

(f) the Revenue Risk Continuous Disclosure Contravention (collectively, the **Continuous Disclosure Contraventions**),

was a continuing contravention, which continued during the Relevant Period.

Particulars

Crown did not, at any time prior to 17 October 2016 make any statement which disclosed to the Crown Securities Market:

- A. the China Operations Illegal Information;
- B. the China Operations Crackdown Information;
- C. the Employee Detention Risk;
- D. the China Operations Enforcement Risk;
- E. the Chinese VIP Revenue Risk; and/or
- F. the Revenue Risk.

I CROWN'S STATEMENTS PRIOR TO 17 OCTOBER 2016

I.1 Crown's 2014 statements

- 62. On 12 September 2014, Crown published and lodged with the ASX its Annual Report for the financial year ended 30 June 2014 (**2014 Annual Report**).
- 63. In the 2014 Annual Report, Crown made the following statements (collectively, the **2014 Risk Management Statements**):
 - (a) The Board is responsible for guiding and monitoring Crown on behalf of its shareholders. In addition, the Board (in conjunction with management) is responsible for identifying areas of significant business risk and ensuring arrangements are in place to adequately manage those risks (p. 33);
 - (b) Crown has established policies for the oversight and management of material business risks and has adopted a formal Risk Management Policy. Risk management is an integral part of the industry in which Crown operates. (p. 39);
 - (c) As required by the Board, Crown's management have devised and implemented risk management systems appropriate to Crown (p. 39);
 - (d) The Board convened Risk Management Committee administers Crown's Risk Management Policy. The policy sets out procedures which are designed to identify, assess, monitor and manage risk at each of Crown's controlled businesses and requires that the results of those procedures are reported to the Crown Board (p. 39);

- (e) A formal Risk Management Plan has been developed using the model outlined in AS/NZS ISO 31000:2009 Risk Management – Principles and Guidelines. The Plan identifies Head Office risks in light of major risks identified at an operational level and provides the framework for the reporting and monitoring of material risks across the Crown group (p. 39);
- (f) The Board has received, and will continue to receive, periodic reports through the Risk Management Committee, summarising the results of risk management initiatives at Crown (p. 40).
- (g) Each of the casinos in which Crown has an interest is subject to extensive regulation under the laws, rules and regulations of the jurisdiction where it is located (p. 41).

64. In the 2014 Annual Report, Crown made the following statements (collectively, the **2014 Chinese Market Growth Statements**):

- (a) Crown has made significant enhancements to its VIP assets including new gaming areas and Crown Towers Melbourne villas and hotel rooms. During the period, Crown acquired three Bombardier jets to expand the range of our private jet service to Asian VIP customers and provide a superior level of comfort and amenity (p. 11);
- (b) Crown believes that the world-class Crown Sydney will assist New South Wales to meet its tourism targets by attracting a larger share of the booming Asian outbound tourism market. Incorporating world-class VIP gaming into such a hotel resort will provide further attraction to high net worth tourists from China and other Asian countries (p. 20);

I.2 Crown's 2015 statements

65. On 17 September 2015, Crown published and lodged with the ASX its Annual Report for the financial year ended 30 June 2015 (**2015 Annual Report**).

66. In the 2015 Annual Report, Crown made the following statements (collectively, the **2015 Risk Management Statements**):

- (a) The Board is responsible for guiding and monitoring Crown on behalf of its shareholders. In addition, the Board (in conjunction with management) is responsible for identifying areas of significant business risk and ensuring arrangements are in place to adequately manage those risks (p. 33);
- (b) The gaming industry is highly regulated and each of the casinos in which Crown has an interest is subject to extensive regulation under the laws, rules and regulations of the jurisdiction where it is located (p. 34);
- (c) Crown has established a formal Risk Management Committee to provide strategic risk management leadership, oversight and analysis to the Crown Board (p. 43);
- (d) The Risk Management Committee has adopted a formal charter that outlines its duties and responsibilities (p. 43);
- (e) Crown has established policies for the oversight and management of material business risks and has adopted a formal Risk Management Policy. Risk management is an integral part of the industry in which Crown operates (p. 43);
- (f) The Board convened Risk Management Committee administers Crown's Risk Management Policy. The policy sets out procedures which are designed to identify, assess, monitor and manage risk at each of Crown's controlled businesses and requires that the results of those procedures are reported to the Crown Board (p. 44);
- (g) A formal Risk Management Plan has been developed using the model outlined in AS/NZS ISO 31000:2009 Risk Management – Principles and Guidelines. The Plan identifies Head Office risks in light of major risks identified at an operational level and provides the framework for the reporting and monitoring of material risks across the Crown group (p. 44);
- (h) Management are required to conduct an annual review of the Risk Management Plan to ensure that risk ratings and risk definitions remain appropriate for Crown, and that adequate controls are in place to manage risk. A review has been conducted during the reporting period and presented to the Risk Management

Committee (and the Board). In the course of that review the current Risk Profiles of Crown's major operating businesses were taken into account and the risk environment of its investments also considered (p. 44);

- (i) In addition, the Board has received, and will continue to receive, periodic reports through the Risk Management Committee, summarising the results of risk management initiatives at Crown (p. 44).

67. In the 2015 Annual Report, Crown made the following statements (collectively, the **2015 Chinese Market Growth Statements**):

- (a) A stand-out was the strong growth in international VIP Program Play turnover across Crown's Australian resorts. This followed greater investment in our VIP international marketing (p. 1);
- (b) Our most important future priority is to ensure Crown Resorts is globally recognised as a first class luxury resorts brand, as this will help us attract an even greater share of international visitor from across Asia and globally (p. 1);
- (c) High net worth individuals from Australia and around the world, especially China, place a very high premium on luxury brands (p.1);
- (d) The ongoing upgrade of Crown Perth also continues to capture the attention of the region's high-end players. Much of this growth was driven by the North Asian market (p. 20);

I.3 Crown's 2016 Statements

68. On 19 September 2016, Crown published and lodged with the ASX its Annual Report for the financial year ended 30 June 2016 (**2016 Annual Report**).

69. In the 2016 Annual Report, Crown made the following statements (collectively, the **2016 Risk Management Statements**):

- (a) The Board is responsible for guiding and monitoring Crown on behalf of its shareholders. In addition, the Board (in conjunction with management) is responsible for identifying areas of significant business risk and ensuring arrangements are in place to adequately manage those risks (p. 23);

- (b) The gaming industry is highly regulated and each of the casinos in which Crown has an interest is subject to extensive regulation under the laws, rules and regulations of the jurisdiction where it is located (p. 24);
- (c) Crown has established a formal Risk Management Committee to provide strategic risk management leadership, oversight and analysis to the Crown Board (p. 33);
- (d) The Risk Management Committee has adopted a formal charter that outlines its duties and responsibilities (p. 33);
- (e) Crown has established policies for the oversight and management of material business risks and has adopted a formal Risk Management Policy. Risk management is an integral part of the industry in which Crown operates (p. 33);
- (f) The Board convened Risk Management Committee administers Crown's Risk Management Policy. The policy sets out procedures which are designed to identify, assess, monitor and manage risk at each of Crown's controlled businesses and requires that the results of those procedures are reported to the Crown Board (p. 34);
- (g) A formal Risk Management Plan has been developed using the model outlined in AS/NZS ISO 31000:2009 Risk Management – Principles and Guidelines. The Plan identifies Head Office risks in light of major risks identified at an operational level and provides the framework for the reporting and monitoring of material risks across the Crown group (p. 34);
- (h) Management are required to conduct an annual review of the Risk Management Plan to ensure that risk ratings and risk definitions remain appropriate for Crown, and that adequate controls are in place to manage risk. A review has been conducted during the reporting period and presented to the Risk Management Committee (and the Board). In the course of that review the current Risk Profiles of Crown's major operating businesses were taken into account and the risk environment of its investments also considered (p. 34);

- (i) In addition, the Board has received, and will continue to receive, periodic reports through the Risk Management Committee, summarising the results of risk management initiatives at Crown (p. 34).

70. In the 2016 Annual Report, Crown made the following statements (collectively, the **2016 Chinese Market Growth Statements**):

- (a) It was also delivered in the face of increasing competition from other Asia Pacific casino operators seeking to capture a share of Crown Melbourne's Australasian market dominance (p. 13);
- (b) With its array of luxury assets and commitment to customer service, Crown Perth represents a compelling option for discerning Asian VIP customers. (p.15).

I.4 Crown's Representations

71. By the matters pleaded in paragraphs 63, 66 and 69, Crown represented to the Crown Securities Market during the Relevant Period that it:

- (a) had in place effective policies, systems and structures to identify, assess, monitor and manage risk to Crown; and/or
- (b) was able to and did effectively identify, assess, monitor and manage risk to Crown,

(Risk Management Representation).

72. By the matters pleaded in paragraphs 64, 67 and 70, Crown represented to the Crown Securities Market during the Relevant Period that:

- (a) Crown had marketed itself as a luxury brand to International VIP gamblers, including Chinese VIP gamblers.
- (b) Crown had experienced strong growth in revenue from Crown's international VIP gamblers, including Chinese VIP gamblers.

(c) One of the reasons for Crown's strong growth in revenue from Crown's international VIP gamblers was its marketing of Crown as a luxury brand to Chinese VIP gamblers.

73. By the matters pleaded in paragraphs 64, 67 and 70, Crown represented to the Crown Securities Market throughout the Relevant Period that:

(a) Crown would continue to market itself as a luxury brand to Chinese VIP gamblers.

(b) As a result of Crown's continued marketing of itself as a luxury brand to Chinese VIP gamblers:

(i) Crown would in the future attract an even greater share of international VIP gamblers, including from China; and

(ii) Crown's Chinese VIP revenue would continue to grow,

(Chinese Market Growth Representation).

74. Each of the Risk Management Representation and the Chinese Market Growth Representation was a continuing representation during the Relevant Period.

Particulars

Crown took no step to withdraw or qualify the Risk Management Representation or the Chinese Market Growth Representation on or from 6 February 2015 (or in the alternative on and from 19 June 2015) throughout the Relevant Period until 17 October 2016.

J CROWN'S MISLEADING OR DECEPTIVE CONDUCT

J.1 Risk Management Representation Misleading Conduct Contravention

75. The conduct pleaded in paragraph 71 was conduct engaged in by Crown:

(a) in relation to financial products (being Crown Shares), within the meaning of ss 763A(1)(a) and 764A(1)(a) of the *Corporations Act*;

- (b) in trade or commerce, in relation to financial services within the meaning of ss 12AB(1)(a) and 12BA(5) of the ASIC Act; and
- (c) in trade or commerce, within the meaning of s 18 of the ACL.

76. In making the Risk Management Representation, Crown engaged in conduct which was misleading or deceptive, or likely to mislead or deceive because during the Relevant Period, Crown did not have in place effective policies, systems and structures to identify, assess, monitor and manage; and was not able to and did not effectively identify, assess, monitor and manage each of the:

- (a) Employee Detention Risk;
- (b) China Operations Enforcement Risk;
- (c) Chinese VIP Revenue Risk;
- (d) Revenue Risk,

in relation to Crown's China Operations.

Particulars

That Crown did not have in place effective policies, systems and structures to identify, assess, monitor and manage; and was not able to and did not effectively identify, assess, monitor and manage the risks referred to above in relation to Crown's China Operations can be inferred from the charge, arrest, detention, prosecution and conviction of the 19 Crown staff.

77. By reason of the matters pleaded in paragraphs 75 to 76 on and from 6 February 2015, or in the alternative 19 June 2015, Crown contravened s 1041H of the *Corporations Act*, s 12DA(1) of the *ASIC Act* and/or s 18 of the *ACL* (**Risk Management Misleading Conduct Contravention**).

J.2 Chinese Market Growth Representation Misleading Conduct Contravention

78. The conduct pleaded in paragraphs 72 and 73 was conduct engaged in by Crown:

- (a) in relation to financial products (being Crown Shares), within the meaning of ss 763A(1)(a) and 764A(1)(a) of the *Corporations Act*;

- (b) in trade or commerce, in relation to financial services within the meaning of ss 12AB(1)(a) and 12BA(5) of the ASIC Act; and
- (c) in trade or commerce, within the meaning of s 18 of the ACL.

79. Crown engaged in conduct which was misleading or deceptive, or likely to mislead or deceive, because during the Relevant Period, Crown's Chinese Market Growth Representation was continuing and Crown failed to disclose the following information and risks:

- (a) the China Operations Illegal Information;
- (b) the China Operations Crackdown Information;
- (c) the Employee Detention Risk;
- (d) the China Operations Enforcement Risk;
- (e) the Chinese VIP Revenue Risk;
- (f) the Revenue Risk

(the **Contravening Omissions**).

80. The Contravening Omissions by Crown had the effect that the Crown Securities Market was deprived during the Relevant Period of information and knowledge which rendered the Chinese Market Growth Representations untrue, namely the:

- (a) information that Crown's capacity to continue to market itself as a luxury brand to Chinese VIP gamblers was vulnerable to each of the Employee Detention Risk and the China Operations Enforcement Risk; and
- (b) information that Crown's capacity to continue to earn Crown's Chinese VIP revenue was vulnerable to each of the Employee Detention Risk and the China Operations Enforcement Risk; and
- (c) knowledge of the Chinese VIP Revenue Risk;
- (d) knowledge of the Revenue Risk.

81. By reason of its knowledge of the Information and the Risks referred to in paragraph 79 above, Crown did not have reasonable grounds for making the Chinese Market Growth Representation.
82. By reason of the matters pleaded in paragraphs 79 to 82, on and from 6 February 2015, or in the alternative 19 June 2015, Crown contravened s 1041H of the *Corporations Act*, s 12DA(1) of the ASIC Act and/or s 18 of the ACL (**Chinese Market Growth Misleading Conduct Contravention**).

J.3 Continuing nature of Crown's contraventions

83. Each of:
- (a) the Risk Management Misleading Conduct Contravention;
 - (b) the Chinese Market Growth Misleading Conduct Contravention
(together, the **Misleading and Deceptive Conduct**)
- was a continuing contravention during the Relevant Period.

K CAUSATION, LOSS AND DAMAGE

K.1 Market-based causation

84. During the Relevant Period, the Applicant and Group Members acquired an interest in Crown Shares in a market of investors or potential investors in Crown Shares:
- (a) operated by the ASX; and
 - (b) regulated by, inter alia, s 674(2) and s 1041H of the *Corporations Act* and the ASX Listing Rules; and
 - (c) where the price or value of Crown Shares would reasonably be expected to have been informed or affected by information disclosed in accordance with s 674(2) and s 1041H of the *Corporations Act* and ASX Listing Rule 3.1 or that otherwise became publicly available.
85. During the Relevant Period, each of the Risk Management Representation and the Chinese Market Growth Representation constituted material information, which a

reasonable person would expect to have a material effect on the price or value of Crown Shares, in that if those representations not been made, no investors or potential investors in Crown Shares would have been in a position to read or rely upon them.

86. During the Relevant Period, the Contravening Omissions constituted material information, which a reasonable person would expect, had it been disclosed, would have had a material adverse effect on the price or value of Crown Shares.

87. For the reasons set out in paragraphs 84 to 86 above, each of:

(a) the Continuous Disclosure Contraventions; and

(b) the Misleading and Deceptive Conduct,

(the **Contravening Conduct**) individually or in combination caused or materially contributed to the traded price for Crown Shares being materially higher during the Relevant Period than:

(c) the true value; or

(d) the traded price that would have existed

had the Contravening Conduct not occurred.

88. By reason of the matters set out at paragraphs 84 to 87 above, when the Applicant and the Group Members acquired interests in Crown Shares during the Relevant Period, the price of the securities they acquired had been artificially inflated by the Contravening Conduct.

89. The decline in the price of Crown Shares pleaded in paragraph 29 above was caused or materially contributed to by the market's reaction to the information communicated to the Crown Securities Market in the 17 October Announcement.

90. Further or alternatively, if Crown had not engaged in the Contravening Conduct, the Applicant and each of the Group Members:

(a) would have acquired their interests in Crown Shares at a traded price which had not been artificially inflated; or

- (b) alternatively would not have acquired some or any of Crown's Shares, and would instead have retained or acquired other investments or assets for which the price was not inflated.

Particulars

Particulars of any alternative investments or assets that the Applicant would have retained or acquired will be provided prior to trial.

Particulars of the Group Members who would have retained or acquired alternative investments will be provided following the determination of the common questions.

91. Further, or in the alternative to paragraphs 84 to 90, the Applicant and some Group Members would not have acquired interests in Crown Shares if they had known the information the subject of the Contravening Omissions.

Particulars

The Applicant would not have acquired an interest in Crown Shares had it known the information the subject of the Contravening Omissions.

The identities of the Group Members who would not have acquired an interest in Crown Shares had they known information the subject of the Contravening Omissions and/or who relied directly on either or both of the Contravening Representations are not presently known. The names and particulars of reliance in relation to those Group Members will be provided following opt out and the determination of the Applicant's claim and the common issues.

K.3 Loss or damage suffered by the Applicant and Group Members

92. By reason of the matters pleaded in paragraphs 84 to 89 and/or 91, the Applicant and Group Members have suffered loss and damage by and resulting from the Contravening Conduct (or any one or combination of them).

Particulars

The loss suffered by the Applicant is the greater of:

- A. the difference between the price at which Crown Shares were acquired by the Applicant during the Relevant Period and the true value of that interest; or

- B. the difference between the price at which the Applicant acquired an interest in Crown Shares and the market price that would have prevailed had the Market Contraventions not occurred; or
- C. alternatively, the days during the Relevant Period where the traded price of Crown Shares fell as a result of the disclosure information which had not previously been disclosed because of the Market Contraventions, and the quantum of that fall; or
- D. alternatively, the days after the Relevant Period when the traded price of Crown Shares fell as a result of the disclosure of information which had not previously been disclosed because of the Market Contraventions, and the quantum of that fall;
- E. alternatively, the difference between the price at which Crown Shares were acquired by the Applicant and the price in left in hand.

Further particulars in relation to the Applicant's losses will be provided after the service of evidence in chief.

L ENTITLEMENT TO RELIEF

- 93. The Applicant and each of the Group Members may recover the amount of the loss and damage suffered by them from Crown pursuant to s 1041I of the *Corporations Act* and s12GF of the ASIC Act.
- 94. Further or alternatively, above, Crown is obliged pursuant to s 1317HA of the *Corporations Act* to compensate the Applicant and the Group Members for the damage that resulted from its contravention of s 674(2) of the *Corporations Act*.

Date: 4 December 2017



Signed by Andrew Watson
Lawyer for the Applicant

This pleading was prepared by Rachel Doyle SC, Nicholas De Young, and Kate Burke of counsel.

Certificate of lawyer

I, Andrew John Watson certify to the Court that, in relation to the statement of claim filed on behalf of the Applicant, the factual and legal material available to me at present provides a proper basis for each allegation in the pleading.

Date: 4 December 2017



Signed by Andrew Watson
Lawyer for the Applicant

SCHEDULE A (DEFINED TERMS)

<p style="text-align: center;">1</p> <p>17 October Announcement..... 12</p> <p style="text-align: center;">2</p> <p>2014 Annual Report 21</p> <p>2014 Chinese Market Growth Statements 22</p> <p>2014 Risk Management Statements.... 21</p> <p>2015 Annual Report 22</p> <p>2015 Chinese Market Growth Statements 24</p> <p>2015 Risk Management Statements.... 22</p> <p>2016 Annual Report 24</p> <p>2016 Chinese Market Growth Statements 26</p> <p>2016 Risk Management Statements.... 24</p> <p style="text-align: center;">A</p> <p>ACL 5</p> <p>ASIC Act 4</p> <p>ASX..... 5</p> <p>ASX Listing Rules 5</p> <p style="text-align: center;">C</p> <p>China Operations Crackdown Continuous Disclosure Contravention 17</p> <p>China Operations Crackdown Information 15</p> <p>China Operations Enforcement Risk . 15</p> <p>China Operations Enforcement Risk Continuous Disclosure Contravention 19</p> <p>China Operations Illegal Continuous Disclosure Contravention..... 17</p> <p>China Operations Illegal Information 15</p> <p>Chinese Gambling Crackdown 13</p> <p>Chinese Market Growth Misleading Conduct Contravention..... 30</p> <p>Chinese Market Growth Representation 27</p> <p>Chinese VIP Revenue Risk 15</p> <p>Chinese VIP Revenue Risk Continuous Disclosure Contravention..... 19</p>	<p>Continuous Disclosure Contraventions20</p> <p>Continuous Disclosure Obligations6</p> <p>Contravening Conduct31</p> <p>Crown.....3</p> <p>Crown Macau7</p> <p>Crown Melbourne.....6</p> <p>Crown Perth6</p> <p>Crown Securities Market5</p> <p>Crown Shares3</p> <p>Crown’s China Operations9</p> <p>Crown’s Chinese VIP gamblers.....7</p> <p>Crown’s Chinese VIP revenue.....8</p> <p>Crown’s international VIP gamblers....7</p> <p>Crown’s international VIP revenue8</p> <p>Crown’s VIP revenue7</p> <p style="text-align: center;">E</p> <p>Employee Detention Risk 15</p> <p>Employee Detention Risk Continuous Disclosure Contravention 18</p> <p style="text-align: center;">G</p> <p>Group Members3</p> <p style="text-align: center;">M</p> <p>Melco Crown6</p> <p>Misleading and Deceptive Conduct.....30</p> <p style="text-align: center;">R</p> <p>Relevant Period3</p> <p>Revenue Risk 16</p> <p>Revenue Risk Continuous Disclosure Contravention20</p> <p>Risk Management Misleading Conduct Contravention28</p> <p>Risk Management Representation26</p> <p style="text-align: center;">S</p> <p>South Korean Casino Employee Arrests 14</p> <p>Supreme People’s Court Interpretation 11</p>
--	---