



Federal Court of Australia

District Registry: Victoria

Division: General

No: VID1317/2017

ZANTRAN PTY LIMITED (ACN 078 669 155)

Applicant

CROWN RESORTS LIMITED (ACN 125 709 953)

Respondent

ORDER

JUDGE: JUSTICE MURPHY

DATE OF ORDER: 30 November 2018

WHERE MADE: Melbourne

THE COURT ORDERS THAT:

Stage 3 and 4 Discovery

1. By 4.00 pm on 3 December 2018, the parties are to have conferred and endeavoured to have agreed on the scope of Stage 3 discovery.
2. By 4.00 pm on 4 February 2019, the Respondent is to provide discovery of the Stage 3 discovery material agreed between the parties in paragraph 1.
3. Within 3 weeks of completion of Stage 3 discovery, the parties are to confer and the Applicant is to notify the Respondent if it requires further or particular discovery, and the terms and scope of the material sought (**Stage 4 Discovery**).
4. Subject to further order, if the Applicant provides the notification in paragraph 3, and the Respondent objects to the provision of such documents, the matter is to be addressed at the case management conference on 1 March 2019.

Court Ordered Mediation

5. Pursuant to Rule 28.03 of the *Federal Court Rules 2011* (Cth), the proceeding be referred to mediation (by a mediator to be agreed between the parties) to be conducted by no later than 20 June 2019 (the **Court Ordered Mediation**).



6. On or before 18 April 2019, the Applicant is to file and serve any evidence on quantum and materiality upon which it intends to rely at trial.
7. On or before 24 May 2019, the Respondent is to file and serve any evidence on quantum and materiality upon which it intends to rely at trial.
8. Nothing in orders 6 or 7 prevents either party from filing and serving further evidence on quantum and materiality after the Court Ordered Mediation in accordance with orders 20 - 22 below.

Class Deadline

9. Pursuant to sections 33J and 33ZF of the *Federal Court of Australia Act 1976* (Cth) (the **Act**), 4.00 pm (AEDT) on 4 March 2019 be fixed as the date before which a Group Member may either register their claim or opt out of the proceeding (the **Class Deadline**).

Registration and Opt Out Notice

10. Pursuant to sections 33X and 33Y of the Act, the terms of the notice set out in Schedule A to these Orders are approved (the **Notice**).
11. The Notice be given to the Group Members on or before 21 January 2019 according to the following procedure:
 - (a) by 7 January 2019, the Respondent shall provide to the Applicant (on a confidential basis) a list of contact details prepared by its share registry (including the last known postal address and/or email address) for all security holdings for which securities in Crown were recorded on the Crown share register as acquired between 6 February 2015 to 16 October 2016 inclusive;
 - (b) by 21 January 2019, the Applicant shall cause the Notice to be sent by email to any of the security holders that have email addresses recorded on the share register;
 - (c) to the extent that any security holder does not have an email address recorded on the share register, the Applicant shall, by 21 January 2019, cause the Notice to be sent by ordinary post to that security holder at the address recorded for that person on the share register;



- (d) to the extent that any email sent to a security holder experiences a delivery failure, the Applicant shall cause the Notice to be sent by ordinary post to that security holder at the address recorded for that person on the share register, within 5 business days of receiving that delivery failure notice;
 - (e) the Applicant shall cause a copy of the Notice to be sent by email to each Group Member who has, at the date of this order, entered into a funding agreement with ILFP; and
 - (f) the Applicant shall cause a copy of the Notice, together with copies of the Originating Application, Statement of Claim, and Defence and these orders to be displayed on the website of the Applicant's solicitors, <https://www.mauriceblackburn.com.au/crown>, and to remain continuously so displayed up to and including the Class Deadline.
12. The costs of distributing the Notice in accordance with order 11 above shall be paid in the first instance by the Applicant, but ultimately, be costs in the cause.

Claim Registration

13. Pursuant to section 33ZF of the Act, any Group Member who wishes to seek any benefit pursuant to any in-principle settlement (subject to Court approval) of this proceeding reached at the Court Ordered Mediation or within 3 months after the first day of the Court Ordered Mediation, must before the Class Deadline, register their claim (if they have not already registered their claim), either by:
- (a) executing, and providing to ILFP, a funding agreement with ILFP; or
 - (b) executing, and providing to Maurice Blackburn, a costs agreement and retainer with Maurice Blackburn; or
 - (c) completing a Group Member Registration Form in the form set out in the Notice and returning it to Maurice Blackburn via email or post in accordance with the instruction as provided for in the Group Member Registration Form; or
 - (d) completing a Group Member Registration Form through a domain hosted by Maurice Blackburn at www.mauriceblackburn.com.au/crown,



(the **Registered Group Members**).

14. Each Registered Group Member will be requested to submit:
- (a) the Group Member's name and address and/or email address;
 - (b) any relevant and available Holder Identification Number (HIN) or Security Reference Number (SRN);
 - (c) the number of Crown securities held by each Group Member as at commencement of trading on 6 February 2015;
 - (d) for each acquisition, all transactional information (date of acquisition, quantity of securities acquired, and unit price paid per share) regarding Crown securities acquired from 6 February 2015 to 16 October 2016 (inclusive); and
 - (e) for each sale, all transactional information (date of sale, quantity of securities sold, and unit price received per share) regarding Crown securities sold from 6 February 2015 to 16 October 2016 (inclusive).
15. Pursuant to section 33ZF of the Act, and subject to any further order of the Court, any Group Member who by the Class Deadline does not register or opt out of the proceedings in accordance with the manner provided for in these orders (**Unregistered Group Member**):
- (a) will remain a Group Member for all purposes of this proceeding;
 - (b) shall not, without leave of the Court, be permitted to seek any benefit pursuant to any in-principle settlement (subject to the approval of the Court) of this proceeding reached at the Court Ordered Mediation or within 3 months after the first day of that mediation.

(the **Class Closure Order**).

16. By 4:00pm AEDT on 18 March 2019, the Applicant must deliver to the solicitors for the Respondent, a list of the Registered Group Members, which list shall contain:
- (a) the name and a unique identification number for each Registered Group Member;



- (b) the information referred to in order 14(c) to 14(e) for each Registered Group Member; and
 - (c) any amendments to the information as notified to Maurice Blackburn by that date.
17. The list of Registered Group Members provided to the Respondent in accordance with order 16, and any information contained therein, is to be kept confidential to:
- (a) the Respondent's legal advisors;
 - (b) those officers and employees of the Respondent who have the conduct of this proceeding on behalf of the Respondent; and
 - (c) experts retained by the Respondent in the proceedings.

Opt Out

18. Pursuant to section 33ZF of the Act, any Group Member who wishes to opt out of this proceeding must, before the Class Deadline, deliver an opt out form to the Victorian District Registry of the Federal Court of Australia, before the Class Deadline.
19. If, on or before the Class Deadline, the solicitors for any party receive a notice purporting to be an opt out form referable to this proceeding, the solicitors must file the notice in the Victorian District Registry of the Federal Court of Australia within 7 days after receipt, and the notice shall be treated as an opt out notice received by the Court at the time it was received by the solicitors.

Evidence

20. By 4.00 pm on 27 September 2019, the Applicant is to file and serve its lay witness and further expert evidence in chief.
21. By 4.00pm on 29 November 2019, the respondent is to file and serve its lay witness and further expert evidence.
22. By 4.00 pm on 21 February 2020, the applicant is to file and serve its lay witness and expert evidence in reply.

Trial Listing

23. The matter is listed for trial at 10.15 am on 4 May 2020 on an estimate of 6 weeks.



Other

24. This matter be listed for a case management hearing at 9.30am on 1 March 2019.
25. The parties notify the Court of any material slippage in the timetable for discovery and evidence contained in these orders.
26. Liberty to apply.

Date that entry is stamped: 30 November 2018

Warrick Soden
Registrar



SCHEDULE A

OPT OUT AND CLAIM REGISTRATION NOTICE

FEDERAL COURT OF AUSTRALIA

Crown Resorts Class Action

What is this Notice?

1. On 4 December 2017, a class action was commenced by Zantran Pty Limited (ACN 078 669 155) in the Federal Court of Australia against Crown Resorts Limited (ACN 125 709 953).
2. If you purchased shares in Crown Resorts (**Crown shares**) between 6 February 2015 and 16 October 2016 (inclusive), you should read this notice carefully as it may affect your ability to participate in the class action.
3. The Federal Court has ordered that this Notice be published for the information of persons who are members of the class on whose behalf the action is brought. You have been identified as a potential class member based on information in Crown's share registry. **You should read this notice carefully. Any questions about any of the matters in this Notice should not be directed to the Court.** Instead, if there is anything in this Notice you do not understand, you should seek legal advice.

Key points

1. If you wish to obtain compensation from any settlement of this proceeding reached within 3 months of the first day of a Court-ordered mediation to take place before 20 June 2019, you must:
 - (a) If you have not already signed a funding agreement with International Litigation Funding Partners Pte Ltd (**ILFP**) and/or a retainer with Maurice Blackburn, by **4pm on 4 March 2019**, either:
 - (i) Complete and submit the online Crown Resorts Group Member Registration Form at www.mauriceblackburn.com.au/crown; or
 - (ii) Return the hard copy Group Member Registration Form attached to this Notice to Maurice Blackburn by email or post (the address is on the form); **or**
 - (b) If you have already signed a funding agreement with International Litigation Funding Partners Pte Ltd (**ILFP**) and/or a retainer with Maurice Blackburn in relation to this proceeding, you do not need to do anything else.
2. If you do not wish to be involved in the class action, before **4pm on 4 March 2019**, you must complete and return an opt out notice to the Federal Court of Australia. The opt out notice is attached to this Notice.
3. If you have not already retained Maurice Blackburn and/or signed a funding agreement with ILFP and you do nothing in response to this notice, your rights (if any) may be determined without your participation.



What is a class action?

4. A class action is an action that is brought by one person (**Applicant**) on his or her own behalf and on behalf of a class of people (**class members**) against another person (**Respondent**) where the Applicant and the class members have similar claims against the Respondent.
5. Class members in a class action **are not** individually responsible for the legal costs associated with bringing the class action. In a class action, only the Applicant is responsible for the costs.
6. The Applicant in a class action does not need to seek the consent of class members to start a class action on their behalf, or to identify a specific class member. However, class members can cease to be class members by opting out of the class action. An explanation of how to opt out is found below.
7. Class members are "bound" by the outcome in the class action, unless they have opted out of the proceeding. A binding result can happen in two ways: (a) a trial followed by a judgment of the Court, or (b) a settlement at any time. If there is a judgment or a settlement of a class action, class members will not be able pursue the same claims and may not be able to pursue similar or related claims against the Respondent in other legal proceedings. Class members should note that:
 - (a) in a *judgment* following trial, the Court will decide various factual and legal issues in respect of the claims made by the Applicant and class members. Unless those decisions are successfully appealed, they bind the Applicant, class members and the Respondent. Importantly, if there are other proceedings between a class member and the Respondent, it is likely that neither of them will be permitted to raise arguments in that proceeding which are inconsistent with a factual or legal issue decided in the class action.
 - (b) in a *settlement* of a class action, where the settlement provides for compensation to class members it is likely to extinguish *all* rights to compensation which a class member might have against the Respondent which arise in any way out of the events or transactions which are the subject-matter of the class action.
8. If you consider that you have claims against Crown which are based in your individual circumstances, or otherwise additional to the claims described in the class action, then it is important that you seek independent legal advice about the potential binding effects of the class action before the deadline for opting out (see below).

The Crown Resorts class action

9. The Crown Resorts class action is brought by the Applicant, Zantran Pty Ltd (**Zantran**), on its own behalf, and on behalf of all persons who are class members as defined in the proceeding.
10. Zantran alleges that Crown Resorts failed to comply with its continuous disclosure obligations under the *Corporations Act 2001* (Cth) (**Corporations Act**) and the ASX Listing Rules, and engaged in misleading and deceptive conduct, arising from conduct and risks incurred arising from Crown Resorts' operations and conduct in China that led to the arrest and detention of 19 Crown employees. Zantran claims that it and the class members suffered loss as a result of these alleged breaches.
11. The Respondent to the class action is Crown Resorts. Crown Resorts denies the allegations and is defending the class action.
12. The detailed allegations against Crown are set out in the Applicant's Statement of Claim, and Crown's detailed response is contained in its Defence. These documents are available to be viewed on the website: www.mauriceblackburn.com.au/crown.



13. The Crown Resorts class action is funded by ILFP.
14. The Federal Court has ordered that mediation between the parties be conducted no later than 20 June 2019.

Are you a class member?

15. You are a class member in the Crown Resorts class action if you:
 - (a) acquired an interest in fully paid ordinary shares in Crown Resorts (**Crown shares**) during the period between 6 February 2015 and 16 October 2016 (the **Relevant Period**);
 - (b) suffered loss or damage by reason of the conduct of Crown as alleged by Zantran in the Statement of Claim; and
 - (c) were not during any part of the Relevant Period, and are not any of the following:
 - (i) a related party (as defined by s 228 of the Corporations Act) of Crown Resorts;
 - (ii) a related body corporate (as defined by s 50 of the Corporations Act) of Crown Resorts;
 - (iii) an associated entity (as defined by s 50AAA of the Corporations Act) of Crown Resorts;
 - (iv) an officer or a close associate (as defined by s 9 of the Corporations Act) of Crown Resorts; or
 - (v) a judge or the Chief Justice of the Federal Court of Australia or a Justice or the Chief Justice of the High Court of Australia.
16. If you are unsure whether you are a class member, you should contact Maurice Blackburn at Crown@mauriceblackburn.com.au or seek your own legal advice without delay.

What do class members need to do?

17. If you are a class member, you have three options at this stage:
 - (a) Register
 - (b) Opt out; or
 - (c) Do nothing.
18. If you have already a funding agreement with ILFP and/or a retainer with Maurice Blackburn in relation to the Crown Resorts class action, you are deemed to have already registered and you do not need to do anything else.
19. If you are a class member in the Crown Resorts class action, and have not signed a funding agreement with ILFP and/or a retainer with Maurice Blackburn, you must select one of the following options by **4pm on 4 March 2019**:

Option 1 – Register your interest in receiving compensation in a settlement of this proceeding

20. If you wish to make a claim for any loss you may have suffered as a result of Crown Resort's alleged conduct, you must submit a Registration form. You can do this online or by post or email:
 - (a) Complete and submit the online Crown Resorts Group Member Registration Form at www.mauriceblackburn.com.au/crown; or



- (b) Return the hard copy Group Member Registration Form attached to this Notice to Maurice Blackburn by email or post (the addresses are on the form).
21. Registration Forms must be completed online or returned to Maurice Blackburn before **4pm on 4 March 2019**. Registration Forms completed after this time will not be accepted and you will be treated as having not responded to this notice (see Option 3 below).

Option 2 – Opt out and cease to be a class member

22. If you do not wish to remain a class member in the Crown Resorts class action, you must opt out of the proceeding by completing the opt out notice that is available below. If you opt out of the Crown Resorts class action you will:
- (a) Not be affected by any orders made in the Crown Resorts class action;
 - (b) Not be permitted to participate in the distribution of any damages award or settlement outcome (you will not receive any compensation); and
 - (c) Be entitled to commence separate legal proceedings against Crown Resorts in relation to the matters the subject of the Crown Resorts class action on your own behalf, if you wish to do so.

Option 3 – Not respond to this Notice

23. If you do nothing (i.e. you do not act in accordance with Options 1 or 2 above), you will remain a class member in the Crown Resorts class action and be bound by any judgment or settlement agreement in the proceeding, but will not be entitled to any share of any monetary compensation that is gained from any settlement reached within 3 months of the first day of the Court-ordered mediation (set to take place by 20 June 2019). Class members who are bound by any settlement agreement that is approved by the Court will be bound by any releases provided to Crown Resorts in respect of the claims the subject of the class action.
24. If Zantran and Crown Resorts reach an in-principle settlement of the Crown Resorts class action within 3 months of the first day of the Court-ordered mediation, Zantran will seek orders that are commonly sought in relation to the settlement of class actions. The effect of these orders will be that all class members as defined in the Crown Resorts class action will be bound by the settlement of that proceeding, and you will not be permitted to bring a further claim against Crown Resorts in relation to the same issues as are raised in the Crown Resorts class action.

Will you be liable for legal costs?

25. You will **not become liable for legal costs** simply by registering your interest in receiving compensation or remaining as a class member for the determination of common questions.
26. If the Crown Resorts class action is unsuccessful, the litigation funder ILFP will pay Zantran's costs and satisfy any order against Zantran to pay Crown Resorts' costs.
27. You should be aware that courts commonly make orders requiring class members who recover compensation through a class action to make a contribution from that compensation to the legal costs and/or funding costs involved in running the proceeding. To date, this has been done by way of funding equalisation orders or common fund orders.
28. Funding equalisation orders adjust the returns to funded and unfunded group members so they are equal. Courts have made these orders in the past in recognition that fairness requires that



class members receive the same rate of return, whether or not they signed a funding agreement. Common fund orders require class members who receive compensation to pay a percentage of it to the litigation funder who has funded the proceeding.

29. If the Court makes orders requiring class members to make a contribution from any compensation that they receive to the legal or funding costs of the proceeding, this will not exceed the amount of compensation received and you will not be left out of pocket as a result.

Other matters

30. If the Crown Resorts class action resolves by way of a judgment in favour of Zantran or by way of a negotiated settlement, then the finalisation of your personal claim might require work to be done in processing your claim. If such work is required you may need legal assistance. You may enter into a retainer agreement with Maurice Blackburn (or other solicitors) to do that work if it becomes necessary and you will be liable for legal costs associated with the determination of issues concerned only with your claim.

Questions

31. If you are unclear about whether you are a class member, or if you have any other questions regarding the Crown Resorts class action, you should contact Maurice Blackburn:

Email crown@mauriceblackburn.com.au

Phone 1800 228 665



GROUP MEMBER REGISTRATION FORM

CROWN RESORTS CLASS ACTION

Zantran Pty Limited v Crown Resorts Limited

Please return this form by 4pm on 4 March 2019

Post Crown Class Action Team
Maurice Blackburn
Level 21, 380 La Trobe Street
Melbourne VIC 3000

or

Email crown@mauriceblackburn.com.au

Phone 1800 228 665

Name of group member	
Registered owner of shares (if different from name of class member)	
Security Reference Number (SRN) or Holder Identification Number (HIN) (if available)	
Person completing this form (print)	
Authority of person completing this form (eg, company director, lawyer)	
Telephone contact	
Postal address	
Email address	
<i>Form continues on the following page</i>	



How many Crown shares did you hold at the commencement of trading on 6 February 2015 ?			
Trade Information In the section below, list the details of all transactions and trades in Crown shares between 6 February 2015 to 16 October 2016 (inclusive) (add additional pages if required)			
Date	Transaction (Buy or Sell)	Number of Shares	Unit Price per share

I confirm that the information I have provided in this form is true and complete.

Date:

Name:

Signature:



Form 21
Rule 9.34

Opt out notice

No. VID 1317 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

To: The Registrar
Federal Court of Australia
Owen Dixon Commonwealth Law Courts Building
305 William Street
Melbourne VIC 3000

[Name of class member], a class member in this representative proceeding, gives notice under section 33J of the *Federal Court of Australia Act 1976*, that [Name of class member] is opting out of the representative proceeding.

Date:

Signature:

Signed by [Name]

[Insert capacity eg class member / Lawyer for the class member]

(please also complete the next page)



Class member details

Name of class member:

Name of person completing this form:

Telephone: _____

Email: _____

Address: _____

ACN/ABN (if a company or trustee): _____

HIN/SRN: _____

If the shares were acquired on behalf of another person/entity, name of that person/entity:

If you are signing as the solicitor or representative of the class member:

Name: _____

Capacity in which you are signing: _____

Telephone: _____

Email: _____

Address: _____