

Restricted Gaming Licence

**The New South Wales Independent Liquor and Gaming
Authority**

Crown Sydney Gaming Pty Ltd

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Restricted Gaming Licence

Parties

1. **The New South Wales Independent Liquor and Gaming Authority (Authority)**
2. **Crown Sydney Gaming Pty Ltd ACN 166 326 843 (Licensee)**

Introduction

The Authority, a statutory corporation constituted by the *Gaming and Liquor Administration Act 2007* (NSW) does hereby, pursuant to Section 18 of the Act, grant to the Licensee a licence to operate the Restricted Gaming Facility for the period, at the location and on and subject to the conditions contained in this restricted gaming licence.

Operative clauses

1. Definitions

In this deed:

Act means the *Casino Control Act 1992* (NSW);

Actual Date of Commencement means the date that VIP Gaming at the Restricted Gaming Facility actually commences;

Hotel Resort means the hotel resort to be developed at the Site, to be known as the "Crown Sydney Hotel Resort";

Licensee's Guests means bona fide guests of the Licensee's management determined in accordance with the VIP Guest Policy;

Membership Review Policy means the membership review policy determined by the Licensee from time to time in accordance with the principles agreed between the Licensee and the State of New South Wales;

Rebate Player means an international or interstate resident (including residents of an Australian Territory) who participates in VIP Gaming either individually or as a participant in a junket, in accordance with a system of internal controls and administrative and accounting procedures applicable to that person agreed with the Authority and lodges the requisite front money;

Restricted Gaming Facility means premises situated or proposed to be situated on that part of Barangaroo (within the meaning of the *Barangaroo Delivery Authority Act 2009*) identified as the site of the Restricted Gaming Facility on the Restricted Gaming Facility Site Map (Site) and defined for the time being under section 19A of the Act. The Restricted Gaming Facility Site Map is the map referred to in section 3(4) of the *Casino Control Act 1992*;

VIP Gaming means the conduct of gaming in accordance with this restricted gaming licence;

VIP Guest Policy means the VIP guest policy determined by the Licensee from time to time which relates to the Restricted Gaming Facility and which is consistent with the principles agreed between the Licensee and the State of New South Wales;

VIP Member means a person who:

- (a) is a Rebate Player; or
- (b) any other person who:
 - (1) has applied for membership of the Restricted Gaming Facility, has been granted membership by the Licensee having regard to the VIP Membership Policy; and
 - (2) continues to hold a membership in accordance with the VIP Membership Policy and the Membership Review Policy;

VIP Member's Guest means a bona fide guest of a VIP Member determined in accordance with the VIP Guest Policy;

VIP Membership Policy means the VIP membership policy determined by the Licensee from time to time which relates to the Restricted Gaming Facility and which is consistent with the principles agreed between the Licensee and the State of New South Wales.

2. Interpretation

In this instrument, terms which are defined in the Act have the same meaning in this restricted gaming licence.

3. Commencement and Expiry

- (a) Subject to the conditions specified in the Act, this restricted gaming licence permits gaming to be conducted in the Restricted Gaming Facility from 15 November 2019.
- (b) This restricted gaming licence will expire on the date which is 99 years after the date of issue.

4. Gaming

- (a) Gaming in the Restricted Gaming Facility includes the operation of traditional table games, semi-automated table games and fully automated table games.
- (b) Gaming in the Restricted Gaming Facility will not include the playing of poker machines.

5. Minimum Bet Limits

- (a) Gaming in the Restricted Gaming Facility will not include the playing of games where the amounts placed for any single bet or wager on that game is less than the Minimum Bet Limit for that game determined in accordance with this restricted gaming licence.

- (b) For the purposes of clause 5(a) the Minimum Bet Limit means:
- (1) in the case of baccarat, blackjack or roulette (whether played at a table or by way of any electronic device), the higher of:
 - (A) \$30 for baccarat, \$20 for blackjack and \$25 for roulette; and
 - (B) the amount which the Authority is satisfied is the lowest minimum bet limit for the relevant game in a comparable VIP gaming area located in:
 - (i) the Melbourne Crown Casino from time to time; or
 - (ii) if the Melbourne Crown Casino has ceased to exist or does not at the time offer the relevant game, another casino in an Australian State or Territory nominated by the Licensee; and
 - (2) in the case of any other game, at the election of the Licensee either:
 - (A) the amount agreed between the Licensee and the Authority from time to time; or
 - (B) the amount which the Authority is satisfied is the lowest minimum bet limit for the relevant game in a comparable area located in:
 - (i) the Melbourne Crown Casino from time to time; or
 - (ii) if the Melbourne Crown Casino has ceased to exist or does not at the time offer the relevant game, another casino in an Australian State or Territory nominated by the Licensee.
- (c) For the purposes of clause 5(b);
- (1) a comparable area is an area nominated by the Licensee in which gaming is permitted, but for which access is restricted to members and guests and in which the lowest minimum bet limit for any game offered is higher than the lowest minimum bet limit offered in areas accessible by the general public within the same casino; and
 - (2) for the purpose of determining the Minimum Bet Limit in relation to roulette, the bet limit represents the minimum total of all bets placed per player per spin.
- (d) In satisfying itself as to the matters in clauses 5(b)(1)(B) and 5(b)(2)(B), the Authority must have regard to submissions from the Licensee.

6. Membership

6.1 Restriction on membership

- (a) The Licensee must ensure that the Restricted Gaming Facility is open only to:
- (1) VIP Members;

- (2) VIP Members' Guests; and
 - (3) the Licensee's Guests,
- and not open to the general public.

6.2 Membership Policies

- (a) The Licensee must have a VIP Membership Policy which includes all of the following requirements:
 - (1) it incorporates the principles that have been agreed between the Licensee and the State of New South Wales;
 - (2) all applicants for membership who:
 - (A) are residents of the state of New South Wales; and
 - (B) cannot demonstrate, to the reasonable satisfaction of the Licensee, a track record of VIP gaming at other casinos,must be subject to a 24 hour cooling off period so that each such applicant cannot become a member until the time which is at least 24 hours after that applicant's membership application was received by the Licensee and provided the security and the other checks have been satisfactorily completed and the applicant's name and details entered into the Licensee's database during that cooling off period.
- (b) The Licensee must have a VIP Guest Policy which incorporates the principles that have been agreed between the Licensee and the State of New South Wales.
- (c) The Licensee must have a Membership Review Policy which incorporates the principles that have been agreed between the Licensee and the State of New South Wales.
- (d) The Licensee must carry out regular reviews of each VIP Member's gaming activity to assess whether they should remain a VIP Member. The Licensee must conduct these reviews at intervals of not less than 12 months and must have regard to the Membership Review Policy.
- (e) The Licensee is able to amend the VIP Membership Policy, the VIP Guest Policy and the Membership Review Policy from time to time, provided that any such amendment is not inconsistent with any of the principles that have been provided to the Authority. The Licensee must provide the Authority with a copy of any amended VIP Membership Policy, the VIP Guest Policy and the Membership Review Policy within 1 Business Day of any such amendment taking effect. While the parties agree that the Authority will not have the ability to amend the VIP Membership Policy, the VIP Guest Policy and the Membership Review Policy, any proposed amendment is not effective if the Authority gives the Licensee written notice that it is not satisfied (acting reasonably) that the amendment is consistent with the principles agreed between the Licensee and the State of New South Wales.

7. Air Quality

7.1 Smoking permitted

- (a) Smoking will be permitted in the restricted gaming facility other than in restaurants but subject to the commitments set out below. The Licensee must ensure:
 - (1) prior to the Actual Date of Commencement, international best practice standard air quality technology has been installed in the Restricted Gaming Facility; and
 - (2) in the event of a major failure or breakdown of the air quality technology referenced in 7.1(a)(1), the failed equipment is repaired or replaced as soon as practicable, and while such repair or replacement is occurring, the Licensee will not allow smoking in the affected areas until the performance of the technology is restored to the levels which existed prior to the failure or breakdown.

7.2 Maintenance

- (a) Within three months of the Actual Date of Commencement, the Licensee must at its own cost submit to the State of New South Wales a maintenance manual or the relevant part of such manual that outlines the plan for the routine maintenance and repair of the air quality technology in the Restricted Gaming Facility.
- (b) By every anniversary date of the Actual Date of Commencement, the Licensee must submit to the Minister for Health a report by an independent expert commissioned by the Licensee opining upon whether or not the plan referenced in 7.2(a) is being followed during the prior 12 month period, and whether any routine maintenance or repair work required by the plan is outstanding. This report must also attach the separate results of the tests referenced in clause 7.3(b).
- (c) Any and all outstanding work referenced in 7.2(b) will be completed within a reasonable timeframe taking into account the Licensee's ordinary business operational requirements.

7.3 Regular testing

- (a) The Licensee must cause quarterly testing by an independent expert commissioned by the Licensee at its own cost to be conducted to assess the ongoing operating performance of the air quality technology for the prior quarter to ensure that the operating efficiency of the air quality system remains at a high level of compliance with its design standard and to determine whether any routine maintenance or repair work is required.
- (b) The results of the quarterly testing referenced in 7.3(a) will be made available to nominated health and safety representatives of the employees rostered to work in the Restricted Gaming Facility.

7.4 Update Technology

- (a) By no later than the tenth anniversary of the Actual Date of Commencement and every ten years thereafter during the term of this restricted gaming licence , the

Licensee will commission a report by an independent expert at its own cost, such report opining upon whether or not the air quality technology installed in the Restricted Gaming Facility continues to operate within its design parameters and remains within its useful life.

- (b) If, in the expert's opinion:
- (1) the technology is not operating within its design parameters or is operating beyond its useful life; and
 - (2) there would be significant and demonstrable improvement achieved in air quality in the Restricted Gaming Facility by the use of upgraded or replacement technology; and
 - (3) after consulting with the Licensee or its nominated building expert, there are no design constraints that would prevent or present significant difficulties to the installation or use of upgraded or replacement technology, then the expert will recommend options to either upgrade or replace the technology that will deliver the significant and demonstrable improvements referenced in 7.4(b)(2), and will provide those options to the Licensee for its consideration;
 - (4) after giving reasonable consideration to the report in 7.4(a) and 7.4(b)(3) above and obtaining any peer review as it may consider necessary and having regard to any impact on the amenity and comfort of employees and patrons, should the Licensee consider (acting reasonably) that any of the recommended works are not feasible or required, it shall be entitled to make submissions to the independent expert to such effect and request that the independent expert reconsider its recommendations and issue a revised report. Within a reasonable period of receipt of a revised report or confirmation from the independent expert that its original recommendations are not to be amended, the Licensee will ensure the recommended works set out in the report or the revised report (as the case may be) are completed as soon as practicable.

7.5 Summary of Reporting

- (a) On a quarterly basis, the Licensee must report to the Minister for Health as to the Licensee's compliance with the commitments contained in clause 7.3.
- (b) The Licensee must provide an annual report, based on the quarterly reports referenced in 7.5(a), to the Minister for Health reporting on compliance with commitments 7.2(c) and 7.3(a).
- (c) The annual report referenced in 7.5(b) will identify the criteria upon which the independent expert/s were commissioned by the Licensee, including the relevant expert's experience.
- (d) The Licensee will give prior written notification to the State of New South Wales of the details of any independent expert engaged under this clause 7.

8. Miscellaneous

- (a) The total floor space occupied by table games within the Restricted Gaming Facility can be up to but not be more than the lesser of:
 - (1) 20,000 square metres; and
 - (2) 20% of the total gross floor area of the Hotel Resort building.
- (b) Subject to clause 8(a) above:
 - (1) the Licensee may designate the location of table games within the Hotel Resort from time to time; and
 - (2) there is no limit on the number of table games.
- (c) Gaming in the restricted gaming facility may be conducted 24 hours a day, 7 days a week, every day of the year.
- (d) The Hotel Resort will be licensed to serve alcohol in all areas.
- (e) Subject to the Act, the conditions of this restricted gaming licence cannot be amended other than by agreement between the Authority and the Licensee.

Execution

Dated this **8** day of **July** 2014

**The Seal of the New South Wales
Independent Liquor and Gaming Authority**
was duly affixed hereto in accordance with section 41
of the *Gaming and Liquor Administration Act 2007* (NSW)
by and in the presence of the Chief Executive:



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Micheil Brodie
Chief Executive
Independent Liquor and Gaming Authority

