

**VARIATION AGREEMENT
APPROVED LICENSING AGREEMENT
(MAJOR BETTING OPERATIONS LICENCE)**

BETWEEN

MINISTER FOR BUSINESS SERVICES AND CONSUMERS

("Minister")

-AND-

SA TAB PTY LTD

(ACN 097 719 107)

("Licensee")



**Government
of South Australia**

**CROWN SOLICITOR
Level 9, 45 Pirie Street, Adelaide SA 5000**

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PARTIES:

MINISTER FOR BUSINESS SERVICES AND CONSUMERS ("Minister")

AND

SA TAB PTY LTD (ACN 097 719 107) ("Licensee").

RECITALS

- A. The Treasurer of South Australia ("**Treasurer**"), for and on behalf of the State of South Australia, and XTAB Pty Ltd (ACN 096 604 170) (then called "SA TAB Pty Ltd") ("**XTAB**"), were parties to the Approved Licensing Agreement made on 11 December 2001 ("**ALA**") pursuant to section 12(1) of the *Authorised Betting Operations Act 2000* ("**Act**").
- B. The rights and obligations of XTAB in and under the Approved Licensing Agreement were transferred to and vested in the Licensee with effect on 14 January 2002 pursuant to an agreement for the sale of XTAB's business made under the *TAB (Disposal) Act 2000*.
- C. Pursuant to the *Administrative Arrangements Act 1994*, the Act was committed to the Minister for Gambling by proclamation on 5 September 2002, and all contractual rights and liabilities formerly vesting in the Treasurer under the ALA vested in that Minister.
- D. Pursuant to the *Administrative Arrangements Act 1994*, the Act was committed to the Minister for Business Services and Consumers by proclamation on 21 October 2011, and all contractual rights and liabilities formerly vesting in the Minister for Gambling under the ALA vested in that Minister.
- E. Clause 14.11 of the ALA permits the ALA to be varied by a later agreement, but, except as provided by section 12(10) of the Act, a variation has no effect unless approved by the Independent Gambling Authority.
- F. The parties wish to vary the ALA on the terms of this agreement.

OPERATIVE PART

1. **INTERPRETATION**

1.1 **Definitions**

In this agreement, unless a contrary intention appears:

"Act" means the *Authorised Betting Operations Act 2000*;

"ALA" means the Approved Licensing Agreement made on 11 December 2001 between the Treasurer of South Australia, for and on behalf of the State of South Australia, and XTAB, pursuant to section 12(1) of the Act, as affected by:

- (a) the Business Sale Agreement dated 15 August 2001 between the Minister for Government Enterprises, the Licensee and TAB Queensland Limited for the sale to the Licensee of XTAB's business (as varied and restated by deed dated 11 January 2002 between the original parties and Minter Ellison) and the *TAB (Disposal) Act 2000*;
- (b) the agreement made on 13 May 2004 between the Minister for Gambling, for and on behalf of the Crown in right of the State of South Australia, and the Licensee, and titled "Variation of Approved Licensing Agreement"; and
- (c) the agreement made on 22 July 2008 between the Minister for Gambling and the Licensee and titled "Variation of Approved Licensing Agreement - Second Amending Agreement";

"Variation Date" means the day after the Independent Gambling Authority approves, for the purposes of section 12(8) of the Act and clause 14.11 of the ALA, this agreement and the variations it makes to the ALA;

"XTAB" means XTAB Pty Ltd (ACN 096 604 170) (previously called "SA TAB Pty Ltd", and deregistered on 2 December 2004).

1.2 Interpretation

In this agreement, unless a contrary intention appears:

- 1.2.1 a reference to a clause number is a reference to all its sub-clauses, paragraphs and subparagraphs;
- 1.2.2 words in the singular number include the plural and vice versa;
- 1.2.3 words of one gender include any other gender;
- 1.2.4 where a word or phrase is given a particular meaning, other parts of speech and grammatical forms of that word or phrase have corresponding meanings;
- 1.2.5 a reference to a party includes its successors and assigns; and
- 1.2.6 a term defined in the ALA (and not otherwise defined in this agreement) has the same meaning when used in this agreement.

2. **VARIATION OF ALA**

2.1 **Variation**

With effect on and from the Variation Date, the ALA is varied by deleting clause 5 and substituting:

"5. **DAYS OF OPENING**

5.1 **To be closed on Good Friday and Christmas Day**

Subject to clause 5.2, the Licensee must not accept bets or otherwise be open for business on Good Friday or Christmas Day.

5.2 **Exception for betting by Internet**

Clause 5.1 does not apply to betting that is conducted only by Internet."

2.2 **Confirmation of ALA**

The terms of the ALA, as varied by this agreement, are confirmed.

3. **EFFECT OF VARIATIONS**

To avoid doubt, the variations made by this agreement to the ALA do not affect:

3.1 the obligations of either party under or in connection with the ALA to the extent that those obligations:

3.1.1 were required to be performed before the Variation Date; or

3.1.2 arise (whether before, on or after the Variation Date) out of an act or omission of either party, or any other event or circumstance, occurring or existing before the Variation Date; or


3.2 the corresponding rights of the other party.

4. **DISCLOSURE**

The Licensee agrees to the disclosure of this agreement in either printed or electronic form and either generally to the public, or to a particular person as a result of a specific request.

EXECUTED AS A DEED

THE COMMON SEAL of the **MINISTER FOR**)
BUSINESS SERVICES AND CONSUMERS)
was hereto affixed in the presence of:)

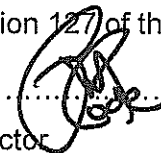

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Witness

[Print Name: LUISA HAUACAS]



EXECUTED by **SA TAB PTY LTD**)
(ACN 097 719 107) in accordance with)
section 127 of the *Corporations Act 2001*(Cth))


.....
Director

Robert Michael Sean Cooke
.....

Name (please print)


.....

Director/Secretary

ANNE ELIZABETH TUCKER
.....

Name (please print)

APPROVAL OF AUTHORITY

The Independent Gambling Authority approves, for the purposes of section 12(8) of the Act and clause 14.11 of the ALA, this agreement and the variations it makes to the ALA.

Dated

30 January 2014

THE COMMON SEAL of the **INDEPENDENT GAMBLING AUTHORITY** was, by its authority, hereto affixed in the presence of:

Member

Member/Secretary

