

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **St Barbara Limited**

ACN/ARSN

1. Details of substantial holder (1)

Name **Prudential plc**
M&G Group Limited
M&G Limited
M&G Investment Management Limited
M&G Securities Limited
M&G Investment Funds (3)
M&G Investment Funds (12)

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **18 May 2016**
The previous notice was given to the company on **13 April 2015**
The previous notice was dated **13 April 2015**

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate(2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of Security (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
Ordinary	56,940,337	11.50%	51,935,645	10.48

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
	Prudential plc M&G Group Limited M&G Limited M&G Investment Management Limited M&G Securities Limited M&G Investment Funds (3) M&G Investment Funds (12)				
		PLEASE SEE ANNEX 1 (Below)			

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities
Prudential plc M&G Group Limited M&G Limited M&G Investment Management Limited M&G Securities Limited M&G Investment Funds (3)	State Street Noms LTD A/C GMIQ - M&G Recovery Fund	State Street Noms LTD A/C GMIQ	Power to exercise or control the exercise of, a right to vote attached to the securities Power to dispose of, or control the exercise of a power to dispose of, the securities	46,022,220
Prudential plc M&G Group Limited M&G Limited M&G Investment Management Limited M&G Securities Limited M&G Investment Funds (12)	State Street Noms LTD A/C GML2 - M&G Global Recovery Fund	State Street Noms LTD A/C GML2	Power to exercise or control the exercise of, a right to vote attached to the securities Power to dispose of, or control the exercise of a power to dispose of, the securities	5,913,425

5. Changes in association

The persons who have been associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and CAN/ARSN (if applicable)	Nature of association

6. Addresses

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

Name	Address
Prudential plc	Laurence Pountney Hill, London EC4R 0HH, England
M&G Group Limited	Laurence Pountney Hill, London EC4R 0HH, England
M&G Limited	Laurence Pountney Hill, London EC4R 0HH, England
M&G Investment Management Limited	Laurence Pountney Hill, London EC4R 0HH, England
M&G Securities Limited	Laurence Pountney Hill, London EC4R 0HH, England
State Street Nominees Limited	20 Churchill Place, Canary Wharf, London E14 5HJ, England

Signature

John Baker
print name

capacity Shareholder Disclosures Analyst

sign here John Baker

Date: 19 May 2016

Annex 1: Transactions 10 April 2015– 19 May 2016

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
				Ord NPV
Prudential plc	13-Apr-15	45,509		138,153
M&G Group Limited,	22-Apr-15	17,735		53,562
M&G Limited,	23-Apr-15	54,622		151,632
M&G Investment Mangement Limited	24-Apr-15	1,425		3,743
M&G Securities Limited,	27-Apr-15	24,611		64,773
M&G Investment Funds (12)	01-May-15	8,542		22,442
(State Street Noms LTD A/C GML2)	17-Sep-15	- 125,096		- 150,000
- M&G Global Recovery Fund	18-Sep-15	- 124,264		- 146,000
	21-Sep-15	- 63,907		- 76,013
	23-Sep-15	- 60,866		- 73,987
	29-Sep-15	- 70,847		- 75,000
	01-Oct-15	- 203,229		- 200,000
	08-Oct-15	- 117,251		- 100,000
	12-Oct-15	- 187,763		- 150,000
	13-Oct-15	- 252,718		- 200,000
	14-Oct-15	- 262,548		- 200,000
	15-Oct-15	- 351,137		- 250,000
	16-Oct-15	- 342,205		- 250,000
	19-Oct-15	- 201,482		- 150,000
	20-Oct-15	- 131,910		- 100,000
	21-Oct-15	- 171,252		- 125,000
	23-Oct-15	- 287,815		- 200,000
	26-Oct-15	- 175,146		- 125,000
	29-Oct-15	- 170,859		- 125,000
	02-Nov-15	- 128,132		- 100,152
	11-Jan-16	- 164,207		- 100,000
	12-Jan-16	- 326,785		- 200,000
	14-Jan-16	- 514,975		- 300,000
	15-Jan-16	- 514,594		- 300,000
	18-Jan-16	- 39,685		- 23,916
	19-Jan-16	- 295,527		- 176,084
	02-Feb-16	- 321,047		- 200,000
	23-Feb-16	- 527,075		- 310,455
	24-Feb-16	- 337,852		- 189,545
	25-Feb-16	- 459,287		- 250,000
	26-Feb-16	- 146,014		- 75,000
	04-Mar-16	- 248,282		- 125,000
	10-Mar-16	- 429,627		- 200,000
	10-Mar-16	- 41,512		- 18,901
	11-Mar-16	- 639,419		- 281,099
	15-Mar-16	- 240,424		- 100,000
	16-Mar-16	- 449,586		- 187,597

	17-Mar-16	- 153,025	- 62,403
	18-Mar-16	- 496,410	- 200,000
	21-Mar-16	- 488,224	- 200,000
	15-Apr-16	- 570,536	- 250,000
	02-May-16	- 121,144	- 50,000
	13-May-16	- 519,699	- 200,000
	17-May-16	- 190,845	- 70,554
	18-May-16	- 43,209	- 16,021
Prudential plc	13-Apr-15	1,381,510	455,086
M&G Group Limited,	22-Apr-15	535,615	177,346
M&G Limited,	23-Apr-15	1,516,316	546,217
M&G Investment Management Limited,	24-Apr-15	37,434	14,249
M&G Securities Limited,	27-Apr-15	647,742	246,119
M&G Investment Funds (3)	01-May-15	224,418	85,424
(State Street Noms LTD A/C GMIQ)	15-Mar-16	- 1,000,000	-2,404,240
- M&G Recovery Fund	16-Mar-16	- 375,193	-899,170
	17-Mar-16	- 124,807	-306,052
	09-May-16	- 750,000	-1,818,269
	17-May-16	- 529,137	-1,431,291
	18-May-16	- 120,168	-324,095