

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 **16 February 2017**

The previous notice was given to the company on **11 August 2016**

The previous notice was dated **11 August 2016**

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)
NPV Shares	41,350,000	8.35%	36,543,018	7.34%

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	PLEASE SEE ANNEX 1 (Below)			
	M&G Investment Management Limited				
	M&G Securities Limited				
	M&G Investment Funds (3)				
	M&G Investment Funds (12)				

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 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	33,000,000
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 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	3,543,018

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
M&G Investment Funds (3), (12)	Laurence Pountney Hill, London EC4R 0HH, England
State Street Nominees Limited	20 Churchill Place, Canary Wharf, London E14 5HJ, England

Signature

John Baker

capacity **Shareholder Disclosures Analyst**

print name

sign here **John Baker**

Date: **21 February 2017**

Annex 1: Transactions 11 August 2016 – 16 February 2017

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
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	18-Oct-16	479,022		186,682
	21-Dec-16	451,282		250,000
	22-Dec-16	447,078		250,000
	15-Feb-17	-228,192		-82,555
	16-Feb-17	-168,097		-61,109
	18-Oct-16	479,022		186,682
	21-Dec-16	451,282		250,000
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	26-Aug-16	-1,565,988		-504,818
	05-Sep-16	-175,913		-58,550
	07-Sep-16	-2,088,285		-686,632
	20-Sep-16	-885,645		-294,423
	21-Sep-16	-711,975		-236,029
	22-Sep-16	-1,763,143		-569,548
	18-Jan-17	-2,749,329		-1,181,518
	24-Jan-17	-1,857,353		-770,000
	09-Feb-17	-1,429,763		-525,000
	10-Feb-17	-159,801		-59,669
13-Feb-17	-1,269,901		-463,813	