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22 April 2020

The Manager
Company Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

By electronic lodgement

Dear Sir/Madam

Re: Notice of initial substantial holder – Southern Cross Media Group Limited (SXL)

We attach a notice of initial substantial holder in Southern Cross Media Group Limited. This notice is given by Merlon Capital Partners Pty Ltd.

Yours faithfully



Andrew Fraser
Company Secretary

For personal use only

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To CompanyName/Scheme

Southern Cross Media Group Limited

ACN/ARSN

116 024 536

1. Details of substantial holder (1)

Name

Merlon Capital Partners Pty Ltd

ACN/ARSN (if applicable)

140 833 683

The holder became a substantial holder on

20/04/2020

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Fully Paid	Same as persons votes	166,694,408	7.03%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Merlon Capital Partners Pty Ltd	Ordinary Fully Paid securities purchased and sold on market by Merlon Capital Partners Pty Ltd	Refer Annexure 1

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Merlon Capital Partners Pty Ltd	Citicorp Nominees Pty Limited	Citicorp Nominees Pty Limited	166,340,686 (Ordinary Fully Paid)
Merlon Capital Partners Pty Ltd	Morgan Stanley & Co. International plc	Morgan Stanley & Co. International plc	353,722 (Ordinary Fully Paid)

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Merlon Capital Partners Pty Ltd	Refer Annexure 1	Refer Annexure 1		Refer Annexure 1

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

7. Addresses

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

Name	Address
Merlon Capital Partners Pty Ltd	Level 2, 5 Martin Place, Sydney NSW 2000

Signature

print name **Andrew Fraser** capacity **Company Secretary**



sign here date **22/04/2020**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in section s608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.



Andrew Fraser
Company Secretary of Merlon Capital Partners Pty Ltd

Transactions:

Company Name/Scheme: Southern Cross Media Group Limited (SXL)
As at: 20/04/2020
Class of security: Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
20/01/2020	Merlon Capital Partners Pty Ltd	Balance brought forward		33,858,326	33,858,326
29/01/2020	as above	Buy	75,388.73	85,185	85,185
24/02/2020	as above	Buy	71,279.41	90,744	90,744
24/02/2020	as above	Buy	145,494.24	185,225	185,225
25/02/2020	as above	Buy	107,281.70	141,626	141,626
25/02/2020	as above	Buy	650,218.31	858,374	858,374
25/02/2020	as above	Buy	60,998.48	79,998	79,998
26/02/2020	as above	Buy	52,932.72	70,813	70,813
26/02/2020	as above	Buy	320,817.28	429,187	429,187
27/02/2020	as above	Buy	51,516.46	70,813	70,813
27/02/2020	as above	Buy	312,233.54	429,187	429,187
11/03/2020	as above	Buy	792,709.03	1,409,010	1,409,010
15/04/2020	as above	Sell	63.18	-324	324
15/04/2020	as above	Sell	173.55	-890	890
15/04/2020	as above	Sell	7,529.93	-38,615	38,615
15/04/2020	as above	Sell	48,087.78	-246,604	246,604
15/04/2020	as above	Sell	23,859.23	-122,355	122,355
15/04/2020	as above	Sell	9,698.72	-49,737	49,737
20/04/2020	as above	Buy	6,138,995.13	68,211,057	68,211,057
20/04/2020	as above	Buy	992,883.33	11,032,037	11,032,037
20/04/2020	as above	Buy	14,905.26	165,614	165,614
20/04/2020	as above	Buy	3,220,754.22	35,786,158	35,786,158
20/04/2020	as above	Buy	24,715.26	274,614	274,614
20/04/2020	as above	Buy	1,257,746.85	13,974,965	13,974,965

Total Number of Securities 166,694,408