

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme **Southern Cross Media Group Limited**ACN/ARSN **116 024 536****1. Details of substantial holder (1)**Name **Retail Employees Superannuation Pty Limited**ACN/ARSN (if applicable) **001 987 739**

There was a change of interests of the

substantial holder on

29 / 10 / 2021

The previous notice was given to the company on

05 / 11 / 2020

The previous notice was dated

05 / 11 / 2020**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 securities (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting power (5)
Ordinary	177170123 (pre-consolidation)	6.706%	20635864	7.81%

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 shareholder 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
As attached	Retail Employees Superannuation Pty Limited	As attached	As attached	As attached	Retail Employees Superannuation Pty Limited

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 (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Retail Employees Superannuation Pty Limited	State Street Australia Limited as custodian for Retail Employees	Retail Employees Superannuation Pty Limited	Power to control voting and/or disposal of securities	20635864 (Ordinary Shares)	20635864

	Superannuation Pty Limited				

5. Change in association

The persons who have become 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 ACN/ARSN (if applicable)	Nature of association

6. Addresses

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

Name	Address
Retail Employees Superannuation Pty Limited	Level 5, 321 Kent Street, Sydney, NSW, 2000
State Street Australia Limited	420 George Street, Sydney, NSW, 2000

Signature

print name **Jim Monahas** capacity **Company Secretary**

sign here **ESIGNED by Jim Monahas** date **02/11/2021**
on 02/11/2021 13:52:27 AEDT

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 6 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 sections 608 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.

- (7) 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.
- (8) If the substantial holder is unable to determine the identity of the person (e.g. if the relevant interest arises because of an option) write "unknown".

- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

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Trade Date	Security Long Name	CUSIP NUMBER	Transaction Category Name	Shares/Par Value	Base Net Amount
05/27/2020	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	SELL	360,567.000	87,347.88
05/27/2020	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	SELL	1,819,627.000	441,760.89
11/04/2020	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	SELL	64,205,763.000	18,521,671.50
11/04/2020	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	SELL	110,784,166.000	40,974,592.99
11/12/2020	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	6,420,576.000	18,521,671.50
11/12/2020	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	11,078,416.000	40,974,592.99
11/24/2020	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	SELL	738,305.000	1,981,969.07
03/01/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	13,580.000	30,842.01
05/13/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	273,610.000	503,417.56
06/29/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	305,644.000	630,423.50
06/30/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	241,442.000	499,666.68
09/27/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	25,497.000	53,322.64
09/27/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	12,474.000	26,216.99
09/28/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	38,542.000	80,604.05
09/28/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	17,902.000	37,404.97
09/29/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	251,623.000	531,435.90
10/07/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	59,919.000	128,646.85
10/07/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	7,602.000	16,321.59
10/13/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	25,854.000	54,969.89
10/13/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	2,585.000	5,496.14
10/14/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	32,674.000	70,884.24
10/14/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	3,267.000	7,087.56
10/18/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	139,682.000	309,755.36
10/20/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	17,114.000	36,600.69
10/21/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	240,171.000	522,289.40
10/22/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	43,082.000	94,559.19
10/25/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	381,161.000	852,040.88
10/26/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	407,757.000	912,227.40
10/27/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	386,065.000	882,585.30
10/28/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	388,355.000	875,154.54
10/29/2021	SOUTHERN CROSS MEDIA GROUP L COMMON STOCK	B5M737901	BUY	559,575.000	1,303,599.68