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Southern Cross Media Group

25 March 2011

ASX RELEASE / MEDIA RELEASE

Southern Cross Media Group Limited (ASX: SXL)

Takeover bid by Southern Cross National Network Pty Ltd ACN 148 894 231 for Austereo Group Limited - fulfilment of ACMA condition

We refer to Southern Cross National Network Pty Ltd's (**Southern Cross National Network's**) off-market takeover bid for all of the shares in Austereo Group Limited ACN 095 552 060 (**Austereo**).

We **attach**, by way of service pursuant to section 630(5)(b) of the *Corporations Act 2001* (Cth) (**Corporations Act**), a notice under section 630(4) of the Corporations Act in relation to the fulfilment of a condition to which offers under the takeover bid were subject.

Analysts and investors:

Rhys Holleran

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Media:

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Stephen Kelly

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Lisa Keenan nightingale communications Mob: 0409 150 771

Southern Cross National Network Pty Ltd ACN 148 894 231

Notice under section 630(4) Corporations Act 2001 (Cth)

Defeating condition to takeover bid fulfilled

To: Austereo Group Limited ASX Limited

For the purposes of section 630(4) of the *Corporations Act 2001* (Cth) (**Corporations Act**), Southern Cross National Network Pty Ltd ACN 148 894 231 (**Southern Cross National Network**) gives notice that the condition to its takeover offer for all of the shares in Austereo Group Limited (**Offer**) set out in section 13.14(c) of its bidder's statement dated 25 February 2011 has been fulfilled (so that the Offer is free of that condition).

Date: 25 March 2011

Signed for and on behalf of Southern Cross National Network by:

L. Bolger

Louise Bolger Company Secretary