

Form **603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To: Company Name/Scheme **Southern Cross Media Group Limited**  
ACN/ARSN **116 024 536**

**1. Details of substantial holder <sup>(1)</sup>**

Name **Nine Entertainment Co. Holdings Limited (NEC) and the entities listed in Annexure A (NEC Group)**

ACN/ARSN (if applicable) **122 203 892**

The holder became a substantial holder on **18/03/2016**

**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<sup>(2)</sup> had a relevant interest<sup>(3)</sup> in on the date the substantial holder became a substantial holder are as follows:

Class of securities <sup>(4)</sup>	Number of securities	Persons' votes <sup>(5)</sup>	Voting power <sup>(6)</sup>
Ordinary Shares	76,795,788	76,795,788	9.99%

**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 <sup>(7)</sup>	Class and number of securities
NEC	Pursuant to section 608(1) of the Corporations Act	76,795,788 Ordinary Shares
NEC Group	Pursuant to section 608(3)(a) and (b) of the Corporations Act, members of the NEC Group have a relevant interest in the 76,795,788 ordinary shares which will be held by NEC	76,795,788 Ordinary Shares

**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 <sup>(8)</sup>	Class and number of securities
NEC Group	Not known	NEC	76,795,788 Ordinary Shares

**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 <sup>(9)</sup>		Class and number of securities
		Cash	Non-cash	
NEC Group	18/03/2016	\$88,315,156.20		76,795,788 ordinary shares

**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
See list in Annexure A	

**7. Addresses**

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

Name	Address
NEC Group	24 Artarmon Road, Willoughby NSW 2068

**Signature**

print name Rachel Launders capacity Company Secretary

sign here



date

21/3/16

For personal use only

**Annexure A**

This is Annexure A of 1 page attached to the Form 603 lodged by the NEC group of companies and signed by me and dated 21 March 2016.



Name: Rachel Lauanders

Date: 21 March 2016

<b>Name</b>	<b>Company Number</b>
5 <sup>th</sup> Finger Pty Ltd	091 591 007
Channel 9 Australia Inc	C1003245
Channel 9 South Australia Pty Ltd	007 577 880
Ecorp Limited	063 248 671
General Television Corporation Proprietary Limited	004 330 036
Mi9 New Zealand Limited	1913126
Micjoy Pty. Ltd	096 774 113
NBN Enterprises Pty Limited	009 140 078
NBN Ltd	000 232 486
NEC Mastheads Pty Limited	122 205 707
Ninemsn Pty Limited	077 753 461
Nine Entertainment Group Pty Limited	122 201 905
Nine Entertainment Co Pty Ltd	122 205 065
Nine Films & Television Pty Ltd	066 040 024
Nine Network Australia Holdings Pty Ltd	124 816 093
Nine Network Australia Pty Ltd	008 685 407
Nine Network Marketing Pty Ltd	064 850 059
Nine Network Productions Pty. Limited	002 965 755
Pay TV Holdings Pty. Ltd.	058 558 857
Pedestrian Group Pty Ltd	112 839 568
Pedestrian Corporation Holdings Pty Ltd	143 639 758
Petelex Pty. Limited	096 683 626
Pink Platypus Pty Limited	142 406 148
Queensland Television Holdings Pty Ltd	124 816 100
Queensland Television Ltd.	009 674 373
Shertip Pty. Limited	063 980 987
Swan Television & Radio Broadcasters Pty Ltd	008 689 745
TCN Channel Nine Pty Ltd	001 549 560
Television Holdings Darwin Pty. Limited	009 634 048
Territory Television Pty. Ltd.	009 594 987
Tipstone Australia Pty Limited	168 915 419
White Whale Pty Ltd	078 268 014