Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity: Prime Media Group Limited

ABN: 97 000 764 867

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

| Name of Director | Mr Ian Audsley |
|---------------------|------------------|
| Date of last notice | 12 December 2018 |

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

| Direct or indirect interest | Indirect | |
|---|---|--|
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | Shares held by Vertizontal Pty Ltd as trustee of the Beach Parade Trust, a family trust of which Mr Ian Audsley is a beneficiary. | |
| Date of change | 14 December 2018 | |
| No. of securities held prior to change | 1,315,256 (indirect – Beach Parade Trust) | |
| Class | Fully paid Prime Media Group Limited ordinary shares. | |
| Number acquired | Nil | |
| Number disposed | 41,500 fully paid Prime Media Group Limited ordinary shares held indirectly by Vertizontal Pty Ltd as trustee of the Beach Parade Trust | |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | \$9,337.50 (comprised 41,500 ordinary shares sold at \$0.225 per share) | |

⁺ See chapter 19 for defined terms.

| No. of securities held after change | 1,273,756 (indirect – Beach Parade Trust). |
|---|--|
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | On-market trade |

Part 2 - Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

| Detail of contract | Not applicable |
|---|----------------|
| Nature of interest | Not applicable |
| Name of registered holder (if issued securities) | Not applicable |
| Date of change | Not applicable |
| No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed | Not applicable |
| Interest acquired | Not applicable |
| Interest disposed | Not applicable |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | Not applicable |
| Interest after change | Not applicable |

Part 3 - +Closed period

| Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required? | No |
|---|----------------|
| If so, was prior written clearance provided to allow the trade to proceed during this period? | Not applicable |

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| If prior written clearance was provided, on what | Not applicable |
|--|----------------|
| date was this provided? | |
| | |

⁺ See chapter 19 for defined terms.