



oOh!media Limited
ABN 69 602 195 380

31 August 2020

ASX Release

oOh!media appoints Cathy O'Connor as Managing Director & CEO

oOh!media Limited (ASX: OML) (**oOh!** or **Company**) is pleased to announce the appointment of Cathy O'Connor as Managing Director and Chief Executive Officer, from early 2021.

Ms O'Connor brings extensive sales experience from her 35 years working for Australian media organisations, including the last 12 years as CEO of Nova Entertainment Group and five years prior to that as Managing Director of DMG Radio. Cathy is recognised as one of the most influential leaders in Australian media today.

Her appointment follows a global search for a replacement for founder and CEO, Brendon Cook, who earlier this year announced his intention to stand down from the role after more than 30 years.

Ms O'Connor will join the Company's experienced executive team in early 2021. Mr Cook will continue to consult to the Company until at least the end of 2021 to provide Ms O'Connor and the wider business access to his deep industry knowledge, insights and relationships.

Chair of the oOh! Board, Tony Faure said the Company was delighted to have secured a new CEO of Cathy's quality to drive oOh!'s growth and continued success.

"The Board was pleased to be able to attract a high-quality field of candidates, and after significant consideration we felt Cathy was the ideal person to lead oOh! in its next stage of growth. We would also like to place on record our thanks to Brendon for his continued commitment and professionalism in navigating through the pandemic, and for agreeing to stay on until the end of this year." Mr Faure said.

"Cathy, who is highly regarded by the industry, brings extensive experience as a leader of successful media organisations, and in her most recent role at NOVA, has created significant value.

"She brings a range of qualities which we felt were suited to taking the business through its next stage of growth, in particular her proven success in steering a media sales organisation, leading the technology strategy and driving organic growth initiatives, even in the most challenging of environments.

"Cathy has a balanced and engaging leadership style and brings a number of other qualities that we felt were important for the business, including a demonstrated ability to drive efficiencies, develop great teams and build strong networks in both the corporate and agency environments.

Ms O'Connor said she looked forward to taking on the role as CEO at oOh!media as the Company was the leader in one of the most exciting sectors of the Australian media industry.

"Despite the challenges of 2020, the Out of Home sector is an exciting place to be in, with strong growth prospects and increasing prominence in a digital future," Ms O'Connor said.

"oOh! is a great business with an extensive national reach backed by both leading data smarts and a fantastic team of professionals that are the best in their field.

"I am looking forward to joining the team and building on oOh!'s success and guiding the Company's next phase of growth."

This announcement has been authorised for release to the ASX by the Board of Directors.

The material terms of Cathy O'Connor's employment agreement are summarised in the appendix.

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About oOh!media

oOh!media is a leading Out of Home media company that is enhancing public spaces through the creation of engaging environments that help advertisers, landlords, leaseholders, community organisations, local councils and governments reach large and diverse public audiences.

The company's extensive network of more than 37,000 digital and static asset locations includes roadsides, retail centres, airports, train stations, bus stops, office towers, cafes, bars and universities.

Listed on the ASX, oOh! employs around 800 people across Australia and New Zealand, and had revenues of \$649 million in 2019. It also owns digital publisher Junkee Media, printing business Cactus, and experiential provider oOh! Experiential.

The company invests heavily in technology, and is pioneering the use of sophisticated data techniques that enable clients to maximise their media spend through unrivalled and accurate audience targeting. Find out more at oohmedia.com.au

APPENDIX

MATERIAL TERMS OF EMPLOYMENT CONTRACT WITH CEO CATHY O'CONNOR

Commencement Date	To be confirmed subject to existing employment commitments. Anticipated early 2021.
Term	No fixed term
Total Fixed Remuneration	\$1,324,153 (inclusive of superannuation and other benefits including car park) to be reviewed annually.
Short Term Incentive	Ms O'Connor Cathy) will participate in the Company's Short Term Incentive (STI) Program (known as the oOh! Annual Bonus Program). Her on-target Annual STI is \$400,000 based on meeting both Company and Individual performance targets set each year. Her maximum STI payable is 200% of target STI based on significant overachievement of both Company and Individual performance targets. It may be accelerated pro-rata on change of control, assuming 100% of target.
Long Term Incentive	Cathy will be invited to participate in oOh!'s Long Term Incentive (LTI) Plan. This program is run annually by invitation. For 2021, Cathy will be offered Performance rights with a face value of \$750,000, with the number of Rights determined at the time based on the Grant price. These Rights have a three-year performance period and vest based on performance hurdles agreed with the Board and applied to all participants in the LTI Plan at the time of issue. It may be accelerated pro-rata on change of control, assuming 100% of target for incomplete years.
Termination entitlements	The Company may pay fixed remuneration in lieu of notice. Depending on the circumstances of termination, accelerated prorated STI and accelerated prorated payment for unvested LTI are payable, subject to law, ASX rules and shareholder approval as required.
Notice Period	12 months by either party
Leave	5 weeks per annum paid Annual Leave
Other terms	The contract contains other standard terms covering expense reimbursement, leave, confidentiality, inventions and intellectual property, restraints upon termination (non-compete and non-solicitation), termination conditions, directorships and compliance and approvals.