To: Company Announcements

Organisation: ASX

Fax: 1300 135 638

From: Kylie Osgood

Pages: 3 (Including cover sheet)

Date: 29 Dec 2015

Re: Notice of ceasing to be substantial shareholder

Message:

Please find attached our Notice of ceasing to be substantial shareholder.

Regards

Kylie Osgood

Company Secretary

No. 5763 P. 2

605 page 1/2 15July 2001

Form 605

Corporations Act 2001 Section 671B

Notice of ceasing to be a substantial holder

| To Company Name/Scheme | APN Outdoor Group Limited | | | |
|--|-------------------------------------|--|--|--|
| ACNVARSN | 57 155 848 589 | | | |
| 1. Details of substantial holder(1) | | | | |
| Name ACN/ARSN (if applicable) | Tribeca Investment Partners Pty Ltd | | | |
| - | 64 080 430 100 | | | |
| The holder cassed to be a substantial holder on. The previous notice was given to the The previous notice was dated. | 23/12/2015 28/10/2015 30/10/2015 | | | |

2. Changes in relevant interests

Particulars of each changein, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) invoting securities of the companyor scheme, since the substantial holder was last required to give a substantial holding notice to the companyor scheme are as follows:

| Date of change | Personwhose relevant interest changed | Nature of change(4) | Consideration givenin telation to change(5) | Class(6)and number of securities affected | Person's votes affected |
|-------------------|---|-----------------------------|---|--|----------------------------|
| | | Please refer to attached | | | |
| | | | | | |

3. Changes in association

The persons who have become associates (3) of, ceased obe associates of, or have changed he nature of their association (7) with, the substantial holder in relation to voting interests in the companyor scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association | | |
|-----------------------------------|-----------------------|--|--|
| | | | |
| | | | |

4. Addresses

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

| Name | Address |
|---------------------------------|---|
| Tribeca Investment Partners Pty | Level 23 1 O'Çonnell St Sydney NSW 2000 |
| Ltd | |

| ~ | |
|-------|---------|
| | nature |
| -3111 | |
| | 1144414 |
| | |

| ; | printname | Kylie Osgood | capacity | Director/Company Secretary |
|---|-----------|--------------|----------|----------------------------|
| ; | sign here | A Land | dale | 29/12/2015 |

Tribeca

Tribeca Investment Partners Pty Ltd

Level 23. 1 O'Connell Street Sydney NSW 2000 PO Box R278 Royal Exchange NSW 1225 T,+61 2 9640 2600 F,+61 2 9640 2640 www.tribecaip.com.au ABN 64 080 430 100 AFSL 239070

This attachment is referred to in Form 605 - Notice of ceasing to be a substantial holder

Changes in relevant interest

| Date of change | Persons who relevant interest changed | Nature of change | Consideration | Class and Number of securities affected | |
|----------------|---------------------------------------|---------------------|----------------|--|---------|
| 29/10/2015 | Tribeca Investment Partners Pty Ltd | Purchase | \$659,870.33 | Ordinary | 153,925 |
| 2/11/2015 | Tribeca Investment Partners Pty Ltd | Sale | \$43,823.60 | Ordinary | 8,900 |
| 20/11/2015 | Tribeca Investment Partners Ptv Ltd | Purchase | \$117,149.67 | Ordinary | 21,900 |
| 26/11/2015 | Tribeca Investment Partners Pty Ltd | Purchase | \$126,564.27 | Ordinary | 22,790 |
| 9/12/2015 | Tribeca Investment Partners Pty Ltd | Sale. | \$1,167,140.02 | Ordinary | 200,000 |
| 10/12/2015 | Tribeca Investment Partners Pty Ltd | Sale | \$736,332.55 | Ordinary | 125,346 |
| 11/12/2015 | Tribeca Investment Partners Pty Ltd | Sale | \$1,762,769.59 | Ordinary | 300,557 |
| 14/12/2015 | Tribeca Investment Partners Pty Ltd | Sale | \$131,909.56 | Ordinary | 22,938 |
| 15/12/2015 | Tribeca Investment Partners Pty Ltd | Sale | \$118,569.28 | Ordinary | 20,629 |
| 16/12/2015 | Tribeca Investment Partners Pty Ltd | Sale | \$66,621.49 | Ordinary | 11,557 |
| 17/12/2015 | Tribeca Investment Partners Pty Ltd | Sale | \$1,885,175.66 | Ordinary | 325,785 |
| 18/12/2015 | Tribeca Investment Partners Pty Ltd | Sale | \$406,128.84 | Ordinary | 70,609 |
| 21/12/2015 | Tribeca Investment Partners Pty Ltd | Sale | 1469930.88 | Ordinary | 250,001 |
| 22/12/2015 | Tribeca Investment Partners Pty Ltd | Sale | 518828.75 | Ordinary | 100,00 |
| 23/12/2015 | Tribeca Investment Partners Pty Ltd | Sale | 2930100 | Ordinary | 500,000 |

Signed: Kylle Osgood

Date: 29/12/2015