

Facsimile/Email Transmission

WPP Australia, a division of

WPP Holdings (Australia) Pty Limited

ABN 86 000 029 630

Media Advertising, Market Research, Public Relations, Specialist Communications

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| | |
|--|--|
| Date | 5 July 2010 |
| From | Domenic Pagano |
| To | ASX Company Announcements Office, Sydney |
| Fax | 1300 135 638 |
| To | Mike Egan, Company Secretary, OOH!Media Group, Sydney |
| By email | mikee@oohmedia.com.au |
| No of pages (including this page) | 4 |

OOHIMEDIA GROUP LIMITED (OOH)

ASX Code: OOH

Cavendish Square Holding BV (**CSH**) is a wholly owned subsidiary of (ultimately) WPP plc (**WPP**). WPP Holdings (Australia) Pty Limited (the sender of this letter) is WPP's main Australian holding company.

Attached is an ASIC Form 604, "Notice of Change of Interests of Substantial Holder", on behalf of CSH. Please note that there has been no change in the number of shares in OOH held by CSH. The attached form simply relates to the shareholding of CSH in OOH having changed as a result of OOH's issued share capital having increased due to earlier/previous share issues by OOH.

Yours faithfully



Domenic Pagano
Legal Adviser

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme OOH!MEDIA GROUP LIMITED

ACN/ARSN 091 780 924

1. Details of substantial holder (1)

Name CAVENDISH SQUARE HOLDING BV (CSH) (SEE ALSO ANNEXURE A)

ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on PLEASE REFER ANNEXURE A

The previous notice was given to the company on 11 / 07 / 2007

The previous notice was dated 11 / 07 / 2007

2. Previous and present 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 (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice | | Present notice | |
|-------------------------|-----------------|------------------|----------------|------------------|
| | Person's votes | Voting power (5) | Person's votes | Voting power (5) |
| | 119,000,000 | 32.39% | 119,000,000 | 31.24% |

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change | Person whose relevant interest changed | Nature of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|----------------|--|----------------------|---|---|-------------------------|
| SEE ANNEXURE A | SEE ANNEXURE A | SEE ANNEXURE A | SEE ANNEXURE A | SEE ANNEXURE A | SEE ANNEXURE A |
| | | | | | |

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Nature of relevant interest (6) | Class and number of securities | Person's votes |
|-----------------------------|---------------------------------|--|--|--------------------------------|----------------|
| CSH | CSH | CSH | REGISTERED HOLDER OF RELEVANT SHARES/ SECURITIES | 119,000,000 ORDINARY SHARES | 119,000,000 |

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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

6. Addresses

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


| Name | Address |
|------|--|
| CSH | C/- WILHELMINAPLEIN 10, 3072 DE ROTTERDAM, THE NETHERLANDS |

Signature

print name Domenic Pagano

capacity ATTORNEY

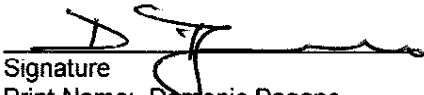
sign here



date 05 / 07 /2010

Annexure "A"

This is Annexure "A" of 1 page referred to in the Form 604 signed by me and dated 5 July 2010.


Signature
Print Name: Domenic Pagano
Capacity: Attorney, under Power of Attorney
Date: 5 July 2010

Cavendish Square Holding BV (CSH) is a wholly owned subsidiary of (ultimately) WPP plc.

There has been no change in the number of shares in Ooh!Media Group Limited (OOH) held by CSH. The change of interests referred to in this Form 604 is simply as a result of earlier share issues by OOH.