

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

Notice of Initial Substantial Holder

To: **Wotif.com Holdings Ltd**
ACN/ARSN:

1. Details of substantial holder (s)

Name: FMR LLC and FIL Limited (FIL)
ACN/ARSN (if applicable)

The holder became a substantial holder on

1 July 2010

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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of Securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary shares	10,554,658	10,554,658	5.03%

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 (7)	Class and number of securities
FMR LLC & FIL	Parent companies of a fund management group with power to exercise control over disposal of the securities	10,554,658

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 (8)	Number of securities
FMR LLC & FIL	Various Custodians	COLONIAL FIRST STATE AUS F 24	204,555
FMR LLC & FIL	Various Custodians	FID FDS - AUSTRALIA POOL	2,381,550
FMR LLC & FIL	Various Custodians	FIDELITY AUSTRALIAN EQ FUND	2,745,782
FMR LLC & FIL	Various Custodians	FID AUS SELECT GL SMALL CAP FD	74,309
FMR LLC & FIL	Various Custodians	FIL AUSTRALIA POC PILOT	10,016
FMR LLC & FIL	Various Custodians	FID AUSTRALIA SMALL CAP PLT FD	3,507
FMR LLC & FIL	Various Custodians	FID AUSTRALIA PILOT FUND	3,770
FMR LLC & FIL	Various Custodians	FIREFLY	223,897

FMR LLC & FIL	Various Custodians	UAW RMBT SEL INTL T55189	91,100
FMR LLC & FIL	Various Custodians	GENERAL MOTORS SEL INTL T55193	131,000
FMR LLC & FIL	Various Custodians	FIDELITY INDIA INTL OPPS FUND	4,931
FMR LLC & FIL	Various Custodians	FA INT SOUTH EAST ASIA SUB	246,061
FMR LLC & FIL	Various Custodians	MANAGEMENT BOARD PSPF	20,177
FMR LLC & FIL	Various Custodians	MLC INVESTMENTS LIMITED	572,455
FMR LLC & FIL	Various Custodians	NORGES BANK AUSTRALIA	1,653,571
FMR LLC & FIL	Various Custodians	RIO TINTO STAFF SUPER FUND	275,270
FMR LLC & FIL	Various Custodians	STATE SUPER FINANCIAL SERVICES	427,826
FMR LLC & FIL	Various Custodians	TENNESSEE CONS RTMT SYS T52389	217,320
FMR LLC & FIL	Various Custodians	VIP III MID CAP PORTFOLIO	100
FMR LLC & FIL	Various Custodians	FUND 232	1,267,461
	TOTAL		10,554,658
			5.03%

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 (9)	Class and number of securities ordinary shares
		Cash/non-cash USD	
FMR LLC & FIL	5 March 2010	6.67	72,024
FMR LLC & FIL	10 March 2010	7.01	85,292
FMR LLC & FIL	11 March 2010	7.07	54,530
FMR LLC & FIL	16 March 2010	6.86	435
FMR LLC & FIL	18 March 2010	7.10	562
FMR LLC & FIL	19 March 2010	7.01	157,452
FMR LLC & FIL	26 March 2010	6.61	26,014
FMR LLC & FIL	26 March 2010	6.60	47,000
FMR LLC & FIL	31 March 2010	6.69	47,749
FMR LLC & FIL	8 April 2010	7.01	202,825
FMR LLC & FIL	20 April 2010	6.40	1,146
FMR LLC & FIL	23 April 2010	6.13	400
FMR LLC & FIL	29 April 2010	6.09	13,884
FMR LLC & FIL	7 May 2010	5.61	1,029
FMR LLC & FIL	21 May 2010	4.76	50,393
FMR LLC & FIL	24 May 2010	4.99	61,718
FMR LLC & FIL	25 May 2010	5.10	166,496
FMR LLC & FIL	27 May 2010	4.97	1,069
FMR LLC & FIL	2 June 2010	4.67	91,100
FMR LLC & FIL	2 June 2010	4.67	131,000
FMR LLC & FIL	3 June 2010	4.62	59,208
FMR LLC & FIL	4 June 2010	4.39	805
FMR LLC & FIL	4 June 2010	4.32	7,973
FMR LLC & FIL	4 June 2010	4.37	3,783

FMR LLC & FIL	10 June 2010	4.27	2,698
FMR LLC & FIL	10 June 2010	4.31	5,150
FMR LLC & FIL	10 June 2010	4.31	15,127
FMR LLC & FIL	10 June 2010	4.31	74,168
FMR LLC & FIL	11 June 2010	4.62	8,513
FMR LLC & FIL	11 June 2010	4.62	24,980
FMR LLC & FIL	11 June 2010	4.62	122,456
FMR LLC & FIL	15 June 2010	4.78	8,862
FMR LLC & FIL	15 June 2010	4.78	14,932
FMR LLC & FIL	15 June 2010	4.78	43,763
FMR LLC & FIL	15 June 2010	4.78	214,351
FMR LLC & FIL	16 June 2010	4.88	8,398
FMR LLC & FIL	16 June 2010	4.88	24,554
FMR LLC & FIL	16 June 2010	4.88	120,096
FMR LLC & FIL	17 June 2010	4.90	2,802
FMR LLC & FIL	17 June 2010	4.92	4,473
FMR LLC & FIL	17 June 2010	4.92	4,866
FMR LLC & FIL	17 June 2010	4.90	8,196
FMR LLC & FIL	17 June 2010	4.92	13,387
FMR LLC & FIL	17 June 2010	4.90	39,770
FMR LLC & FIL	17 June 2010	4.92	74,148
FMR LLC & FIL	18 June 2010	4.94	6,130
FMR LLC & FIL	18 June 2010	4.94	9,631
FMR LLC & FIL	18 June 2010	4.95	11,383
FMR LLC & FIL	18 June 2010	4.94	92,728
FMR LLC & FIL	21 June 2010	5.03	3,983
FMR LLC & FIL	21 June 2010	5.03	6,277
FMR LLC & FIL	21 June 2010	5.03	60,433
FMR LLC & FIL	22 June 2010	5.03	5,198
FMR LLC & FIL	22 June 2010	5.03	8,549
FMR LLC & FIL	22 June 2010	5.03	78,491
FMR LLC & FIL	23 June 2010	4.89	1,798
FMR LLC & FIL	23 June 2010	4.89	3,310
FMR LLC & FIL	23 June 2010	4.92	37,143
FMR LLC & FIL	23 June 2010	4.92	79,460
FMR LLC & FIL	29 June 2010	4.70	56,074
FMR LLC & FIL	29 June 2010	4.70	83,733
FMR LLC & FIL	30 June 2010	4.54	1,931
FMR LLC & FIL	30 June 2010	4.54	54,171
FMR LLC & FIL	30 June 2010	4.54	80,677
FMR LLC & FIL	1 July 2010	4.47	3,000
FMR LLC & FIL	1 July 2010	4.45	11,011
FMR LLC & FIL	1 July 2010	4.47	88,365
FMR LLC & FIL	1 July 2010	4.47	131,434

Please note that the trades shown in bold in the above table are disposition of shares.

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are all follows:

Name and ACN/ARSN (if applicable)	Nature of association
FMR LLC	FMR LLC is a Delaware limited liability company with its principal place of business at 82 Devonshire Street, Boston, Massachusetts. Fidelity Management & Research Company (FMR Co.), Fidelity Management Trust Company (FMTC) and Pyramis Global Advisors LLC (PGALLC) are wholly-owned subsidiaries of FMR LLC and under the common control of FMR LLC. Each may be considered a related body corporate and hence an 'associate' of FMR LLC, as such term is used in the Corporations Law 2001. FMR Co. is advisor to registered holders named in Section 4 and has power under its management agreements to dispose of the subject shares. FMR Co. also carries out voting under the written guidelines established by the Boards of Trustees of the Funds which are registered holders. The relevant interests of FMTC and PGALLC consist of the power to dispose of, and may also consist of the power to vote or direct the voting of, the shares of institutional accounts with which they each have management agreements.
FIL	FIL Limited (FIL), previously known as Fidelity International Limited, is a Bermuda domiciled company with a registered office at Pembroke Hall, 42 Crow Lane, Pembroke, Bermuda. FIL may vote or direct the voting of the shares of registered holders named in Section 4 under written guidelines established by the Board of Directors of FIL. FIL and its subsidiary management companies such as Fidelity Investments International (FII) and Fidelity Pensions Management (FPM) have power to dispose of shares of funds of registered holders named in Section 4 and/or of institutional accounts with which the companies have management agreements. FII and FPM are wholly-owned subsidiary of FIL and hence 'associates' of FIL as such term is used in the Corporations Law 2001.

7. Addresses

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

Name	Address
FMR LLC	82 Devonshire Street, Boston, MA 02109
FIL	PO Box HM 670, Hamilton HMCX, Bermuda

Sign Here _____

Dated: 5 July 2010

Claudia Lin

Regulatory Reporting Manager

Duly authorized under Powers of Attorney dated 30 October 2009 by Scott Goebel by and on behalf of FMR LLC and its direct and indirect subsidiaries, and FIL Limited and its direct and indirect subsidiaries.