

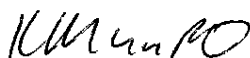
Facsimile Transmission**HYPERION**
ASSET MANAGEMENT

To: Company Announcements Office
Company: ASX
Fax No: 1300 135 638
From: **Karen Munro**
E-Mail: karen.munro@wilsonhtm.com.au
Date: 19 August, 2010
Subject: Notice of change of interests of substantial holder
Pages (incl. Cover): 5

Hyperion Asset Management Limited
Level 22
307 Queen Street
Brisbane Qld 4000
GPO Box1205
Brisbane Qld 4001
Telephone 07 3020 3737
Facsimile 07 3020 3701
www.hyperionam.com.au
clientservices@hyperionam.com.au

Karen Munro
Direct 07 3212 1005

Attached is a Form 604 Notice of change of interests of substantial holder, for holdings in WOTIF.COM Holdings Limited (WTF) held by Hyperion Asset Management Limited.



Karen Munro
Company Secretarial Dept.

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Wotif.com Holdings Limited (WTF)ACN/ARSN ACN 093 000 456**1. Details of substantial holder (1)**Name Hyperion Asset Management Limited (Hyperion)ACN/ARSN (if applicable) ACN 080 135 897There was a change in the interests of the
substantial holder on 13/08/2010The previous notice was given to the company on 1/04/2010The previous notice was dated 30/03/2010**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)
Ordinary Shares	10,615,705	5.07%	13,707,705.00	6.54%

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
Refer 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
Refer Annexure B					

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

6. Addresses

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

Name	Address
Hyperion Asset Management Limited	Level 38, 71 Eagle Street, Brisbane, QLD 4000

Signature

print name **Mr Ian Harrison** capacity **Company Secretary**

sign here  date **19 / 8 / 2010**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).


See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Wotif.com Holdings Limited

Annexure A

Date of Change	Person whose relevant interest changed	Nature of change	Consideration	Number of Securities
30/03/2010 - 13/08/2010	Auscoal Superannuation Pty Ltd	BUY	\$ 1,096,079.08	205,822.00
30/03/2010 - 13/08/2010	Parvest Australian Equity Fund	BUY	\$ 1,427,073.20	204,000.00
30/03/2010 - 13/08/2010	Parvest Australian Equity Fund	SELL	-\$ 2,116,500.96	323,624.00
30/03/2010 - 13/08/2010	Electricity Supply Industry Superannuation (QLD) Limited	BUY	\$ 2,788,231.20	546,712.00
30/03/2010 - 13/08/2010	Fawkner Crematorium & Memorial Park	BUY	\$ 260,498.12	56,590.00
30/03/2010 - 13/08/2010	Fawkner Crematorium & Memorial Park	SELL	-\$ 243,858.73	53,230.00
30/03/2010 - 13/08/2010	Health Super Pty Ltd	BUY	\$ 737,283.54	148,880.00
30/03/2010 - 13/08/2010	Hyperion Flagship Investments Limited	BUY	\$ 1,262,157.83	234,286.00
30/03/2010 - 13/08/2010	Hyperion Flagship Investments Limited	SELL	-\$ 1,262,157.83	234,286.00
30/03/2010 - 13/08/2010	Hyperion Australian Growth Companies Fund	BUY	\$ 662,778.40	95,430.00
30/03/2010 - 13/08/2010	Hyperion Small Growth Companies Fund	BUY	\$ 334,827.75	58,557.00
30/03/2010 - 13/08/2010	Hyperion Small Growth Companies Fund	SELL	-\$ 49,016.02	7,560.00
30/03/2010 - 13/08/2010	ICWA - Hyperion Asset Mgmt	BUY	\$ 2,348,943.00	364,046.00
30/03/2010 - 13/08/2010	Optimix Wholesale Australian Share Trust	BUY	\$ 2,736,666.32	462,838.00
30/03/2010 - 13/08/2010	KARU Pty Ltd	BUY	\$ 150,579.24	37,280.00
30/03/2010 - 13/08/2010	KARU Pty Ltd	SELL	-\$ 150,579.24	37,280.00
30/03/2010 - 13/08/2010	Local Super Pty Ltd	BUY	\$ 2,815,376.85	568,763.00
30/03/2010 - 13/08/2010	Maritime Super Pty Ltd	BUY	\$ 1,915,308.80	344,480.00
30/03/2010 - 13/08/2010	Military Superannuation	BUY	\$ 2,414,062.77	416,534.00
30/03/2010 - 13/08/2010	Murdoch Investments Pty Ltd	BUY	\$ 65,876.83	15,039.00
30/03/2010 - 13/08/2010	Murdoch Investments Pty Ltd	SELL	-\$ 67,411.23	15,319.00
30/03/2010 - 13/08/2010	Tower New Zealand	BUY	\$ 86,119.99	15,320.00
30/03/2010 - 13/08/2010	Individually Managed Accounts	SELL	-\$ 60,964.50	13,854.00
30/03/2010 - 13/08/2010	Individually Managed Accounts	SELL	-\$ 1,690,394.12	384,137.00

This is Annexure "A" of 1 page(s) as mentioned in form 604 Notice of change substantial holder


 Ian William Harrison
 Company Secretary

Date: 19/8/10

**Wotif.com Holdings Limited
Annexure B**

Holder of Relevant Interest	Registered Holder of Securities	Person entitled to be Registered as Holder	Nature of Relevant Interest	Class and Number of Securities		Persons Votes
Hyperion	Citicorp Nominees Limited <Health Super Pty Ltd>	Health Super Pty Ltd	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	2,118,913.00	Ordinary Fully Paid	2,118,913.00
Hyperion	Citicorp Nominees Limited <Auscoal Superannuation Pty Ltd>	Auscoal Superannuation Pty Ltd	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,245,252.00	Ordinary Fully Paid	1,245,252.00
Hyperion	Citicorp Nominees Limited <CoINVEST Limited>	CoINVEST Limited	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	212,010.00	Ordinary Fully Paid	212,010.00
Hyperion	Citicorp Nominees Limited <CBA Officers Superannuation Fund Pty Ltd>	CBA Officers Superannuation	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,373,116.00	Ordinary Fully Paid	1,373,116.00
Hyperion	Citicorp Nominees Limited <Coal Mining (Long Service Leave) Funding Corporation>	Coal Mining (Long Service Leave)	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	296,100.00	Ordinary Fully Paid	296,100.00
Hyperion	Citicorp Nominees Limited <Parvest Australian Equity Fund>	Parvest Australian Equity Fund	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,232,176.00	Ordinary Fully Paid	1,232,176.00
Hyperion	Citicorp Nominees Limited <Tower New Zealand>	Tower New Zealand	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	184,240.00	Ordinary Fully Paid	184,240.00
Hyperion	Citicorp Nominees Limited <Hyperion Australian Growth Companies Fund>	Hyperion Australian Growth Companies	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	509,140.00	Ordinary Fully Paid	509,140.00
Hyperion	Citicorp Nominees Limited <Hyperion Small Growth Companies Fund>	Hyperion Small Growth Companies	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	138,607.00	Ordinary Fully Paid	138,607.00
Hyperion	Citicorp Nominees Limited <KARU Pty Ltd>	KARU Pty Ltd	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	37,280.00	Ordinary Fully Paid	37,280.00
Hyperion	Citicorp Nominees Limited <Fawkner Crematorium & Memorial Park>	Fawkner Crematorium & Memorial Park	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	56,590.00	Ordinary Fully Paid	56,590.00
Hyperion	Citicorp Nominees Limited <Hyperion Flagship Investments Limited>	Hyperion Flagship Investments	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	234,286.00	Ordinary Fully Paid	234,286.00
Hyperion	Citicorp Nominees Limited <Military Superannuation>	Military Superannuation	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,097,514.00	Ordinary Fully Paid	1,097,514.00
Hyperion	Citicorp Nominees Limited <Murdoch Investments Pty Ltd>	Murdoch Investments Pty Ltd	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	4,733.00	Ordinary Fully Paid	4,733.00
Hyperion	Citicorp Nominees Limited <Optimix Wholesale Australian Share Trust>	Optimix Wholesale Australian Share Trust	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	1,930,133.00	Ordinary Fully Paid	1,930,133.00
Hyperion	Citicorp Nominees Limited <ICWA - Hyperion Asset Mgmt>	ICWA - Hyperion Asset Mgmt	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	364,046.00	Ordinary Fully Paid	364,046.00
Hyperion	Citicorp Nominees Limited <Maritime Super Pty Ltd>	Maritime Super Pty Ltd	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	344,480.00	Ordinary Fully Paid	344,480.00
Hyperion	Citicorp Nominees Limited <Electricity Supply Industry Superannuation (QLD) Limited>	Electricity Supply Industry Superannuation (QLD) Limited	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	546,712.00	Ordinary Fully Paid	546,712.00
Hyperion	Citicorp Nominees Limited <Local Super Pty Ltd>	Local Super Pty Ltd	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	568,763.00	Ordinary Fully Paid	568,763.00
Hyperion	Various Individual IMAS	Individually Managed Accounts	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	372,859.00	Ordinary Fully Paid	372,859.00
Hyperion	HSBC Nominees Limited <Individually Managed Accounts>	Individually Managed Accounts	Hyperion Asset Management Limited, in its capacity as Investment Manager or in its own holdings for the persons or trusts listed beside its name, has the power to control voting and /or the disposal of securities	840,755.00	Ordinary Fully Paid	840,755.00

This is Annexure "B" of 1 page as mentioned in form 604 Notice of change of interests of substantial holder

Ian William Harrison
Ian William Harrison
Company Secretary

Date:

19/8/10