

29 November 2011

Australian Stock Exchange
Exchange Centre
20 Bridge Street
Sydney NSW 2000

No of pages 25

1300 135 638

Our reference 15087/80126575

Dear Sirs

Notice of change of interests of substantial holder - oOh! Media Group Limited

Attached are three Form 604s - Notice of change of interests of substantial holder in relation to oOh! Media Group Limited.

Yours faithfully



Mark Williamson, Partner
+61 2 9353 4196
mwilliamson@claytonutz.com

Attach

Form 604
Corporations 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 The entities listed in Part 1 of Annexure A ("Holders")

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on

25/11/2011

The previous notice was given to the company on

11/11/2011

The previous notice was dated

11/11/2011

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	85,161,433	16.99%	98,230,924	19.60%

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
25/11/2011	ACN 154 164 191 Pty Ltd	Acquisition (see Annexure B)	\$0.325 per share	13,069,491 ordinary shares	13,069,491
25/11/2011	CHAMP Group (as defined in Part 2 of Annexure A) other than ACN 154 164 191 Pty Ltd	Deemed to have a relevant interest in the shares in which ACN 154 164 191 Pty Ltd has a relevant interest pursuant to section 608(3)(a)		13,069,491 ordinary shares	13,069,491
25/11/2011	CHAMP Buyout III Trust	ACN 154 164 191 Pty Ltd will transfer shares to this entity at cost		13,069,491 ordinary shares	13,069,491
25/11/2011	CHAMP Buyout III Pte Ltd CHAMP Buyout III LP	CHAMP Buyout III Trust will transfer shares to CHAMP Buyout III Pte Ltd at a price equal to cost plus 8% p.a., subject to regulatory approvals. CHAMP Buyout III Pte Ltd is wholly owned by CHAMP Buyout III LP		8,480,902 ordinary shares	8,480,902
25/11/2011	CHAMP Buyout III (SWF) Trust	CHAMP Buyout III Trust will transfer shares to this entity at a price equal to cost plus 8% p.a., subject to regulatory approvals		1,340,089 ordinary shares	1,340,089

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
Holders except for CHAMP Buyout III (SWF) Trust	ACN 154 164 191 Pty Ltd	See paragraph 3	See paragraph 3	85,161,433 ordinary shares	85,161,433
	See Annexure B			13,069,491 ordinary shares	13,069,491
CHAMP Buyout III (SWF) Trust	ACN 154 164 191 Pty Ltd	See paragraph 3	See paragraph 3	8,732,085 ordinary shares	8,732,085
	See Annexure B			1,340,089 ordinary shares	1,340,089

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	

6. Addresses

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

Name	Address
ACN 154 164 191 Pty Ltd, CHAMP Group Holdings Pty Ltd, CHAMP Group Services Pty Ltd, CHAMP III Management Pty Ltd, CHAMP Corporate Pty Ltd, CHAMP Buyout III Trust and CHAMP Buyout III (SWF) Trust	Level 4, Customs House, 31 Alfred Street, Sydney NSW 2000
CHAMP Buyout III Pte Ltd, CHAMP Singapore HoldCo Pte Ltd and CHAMP Private Equity Pte Ltd	6 Battery Road #12-08 Singapore 049909
CHAMP Buyout III GP Limited and CHAMP Buyout III LP	87 Mary Street, George Town, Grand Cayman, KY-9005, Cayman Islands
CHAMP III GP Holdings, LLC	150 East 58th Street, New York, NY, 10155, United States of America

Signature

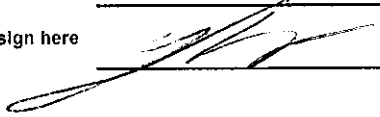
print name

DARREN SMORCON

capacity

DIRECTOR

sign here




date

29 / 11 / 11

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 on 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.

This is Annexure A of 1 page referred to in Form 604 - Notice of change of interests of substantial holder

Signed: 
Name: DARREN SMORICON
Capacity: DIRECTOR
Date: 29/11/11

Part 1

Entity Name
ACN 154 164 191 Pty Ltd (ACN 154 164 191)
CHAMP Group Holdings Pty Limited (ACN 134 648 285)
CHAMP Group Services Pty Limited (ACN 134 722 437)
CHAMP III Management Pty Limited (ACN 134 673 162)
CHAMP Private Equity Pty Limited (ACN 110 020 114)
CHAMP Corporate Pty Limited (ACN 136 851 897)
CHAMP Buyout III Trust
CHAMP Buyout III (SWF) Trust

Part 2

In this form:

CHAMP Group means each of:

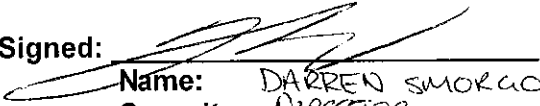
- (i) ACN 154 164 191 Pty Ltd (ACN 154 164 191);
- (ii) CHAMP Group Holdings Pty Limited (ACN 134 648 285);
- (iii) CHAMP Group Services Pty Limited (ACN 134 722 437);
- (iv) CHAMP III Management Pty Limited (ACN 134 673 162);
- (v) CHAMP Private Equity Pty Limited (ACN 110 020 114);
- (vi) CHAMP Corporate Pty Limited (ACN 136 851 897);
- (vii) CHAMP Private Equity Pte Ltd;
- (viii) CHAMP Singapore HoldCo Pte Ltd;
- (ix) CHAMP III GP Holdings, LLC; and
- (x) CHAMP Buyout III GP Limited.

This is Annexure B of 4 pages referred to in Form 604 - Notice of change of interests of substantial holder

The Acquisition of 8,157,542 of the 13,069,491 shares is pursuant to the attached Transfer Forms.

The Acquisition of 4,911,949 of the 13,069,491 shares is pursuant to an undocumented agreement between ACN 154 164 191 Pty Ltd and Renaissance Asset Management (on behalf of funds managed by it) to transfer such shares to ACN 154 164 191 Pty Ltd for \$0.325 per share with settlement to take place on Wednesday, 30 November 2011.

I certify the attached copies of the documents are true copies and the above statement is full and accurate.

Signed: 
Name: DARREN SMORCON
Capacity: DIRECTOR
Date: 29/11/11

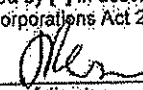
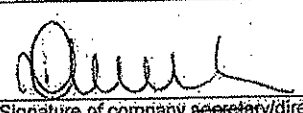
AUSTRALIAN STANDARD TRANSFER FORM

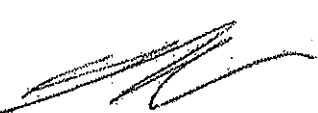
AFFIX OR IMPRESS STAMP DUTY HERE

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY	oOhlMedia Group Limited ACN 091 780 924		Register
FULL DESCRIPTION OF SECURITIES	Fully paid ordinary shares		
QUANTITY	Two million, sixty nine thousand, four hundred and ninety one shares	Number 2,069,491	Selling broker's stamp
FULL NAME(S) OF SELLER(S)	BOND STREET CUSTODIANS LTD <MACQ AUST MICROCAP FUND A/G>		
CONSIDERATION	\$672,584.58 (representing \$0.325 per share) payable in full in cleared funds on 30 November 2011		Date of purchase 25 November 2011
Uncertificated Transfer Identification	SIN/SBN/IPN	HIN	TOTR

FULL NAME(S) OF BUYER(S)	ACN 154 164 191 Pty Limited ACN 154 164 191		FOR USE BY AUSTRALIAN SELLING BROKERS ONLY TRANSFER IDENTIFICATION NUMBER Transferor's Broker hereby certifies- (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid. Transferor's Broker's Stamp
FULL POSTAL ADDRESS OF BUYER(S)	Level 4, Customs House, 31 Alfred Street, Sydney NSW 2000		
REMOVAL REQUEST	Please enter these securities on the	Register	
Uncertificated Transfer Identification	SIN/SBN/IPN	TETR	
<p>* I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s), or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the above named Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions.</p> <p>* I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities.</p> <p>* I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed.</p> <p>* Delete whichever does not apply.</p> <p>* 0</p>			

SELLER(S)	Executed by [] in accordance with section 127 of the Corporations Act 2001 (Cth):	Signature of company secretary/director
		
	Signature of director	Full name of company secretary/director
	ROBERT PEVEN	YAIN O'NEILL
	(Signed)	
SIGN HERE	Executed by	and
Date signed	25/11/11	under power of attorney for and on behalf of Bond Street Custodians Limited ACN 088 607 000

BUYER(S)	Executed by ACN 154 164 191 Pty Ltd in accordance with section 127 of the Corporations Act 2001 (Cth):	Signature of sole director and sole company secretary
		
	Signature of sole director and sole company secretary	
	Full name of sole director and company secretary who states that he or she is the sole director and sole company secretary of 154 164 191 Pty Ltd	
	Darren Smorgon	
SIGN HERE		
Date signed	27/11/11	

Affixed at
on:

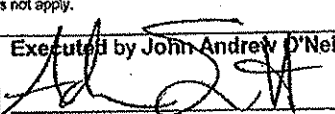
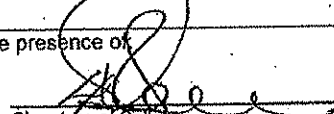

FOR COMPANY USE

Lodging Agent's Stamp

**-AUSTRALIAN STANDARD
TRANSFER FORM**

AFFIX OR IMPRESS STAMP DUTY HERE

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY	oOh! Media Group Limited ACN 091 780 924			
FULL DESCRIPTION OF SECURITIES	Fully Paid Ordinary			Register
QUANTITY	Five Million	Number	5,000,000	Selling broker's stamp
FULL NAME(S) OF SELLER(S)	John Andrew O'Neill			
CONSIDERATION	\$A 0.325 x 5,000,000 = \$1,625,000.00			Date of purchase 25/11/2011
Uncertificated Transferor Identification	SIN/SBN/IPN	HIN	TOTR	
FULL NAME(S) OF BUYER(S)	ACN 154 164 191 Pty Ltd			FOR USE BY AUSTRALIAN SELLING BROKERS ONLY TRANSFER IDENTIFICATION NUMBER
FULL POSTAL ADDRESS OF BUYER(S)	Level 4, Customs House 31 Alfred Street Sydney NSW 2000			Transferor's Broker hereby certifies- (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid.
REMOVAL REQUEST	Please enter these securities on the		Register	
Uncertificated Transferor Identification	SIN/SBN/IPN		TETR	
<ul style="list-style-type: none"> I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s) or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the above-named Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions. I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities. I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed. Delete whichever does not apply. • 0 				Transferor's Broker's Stamp
SELLER(S)	Executed by John Andrew O'Neill in the presence of  Signature of Witness ADAM KIRKWOOD - SCOTT Name of Witness  Signature of Seller			Affixed at on:
SIGN HERE	Date signed 25/11/2011			FOR COMPANY USE
BUYER(S)	 DARREN SMERCOV Name of Buyer			Lodging Agent's Stamp
SIGN HERE	Date signed 28/11/11			
AUTHORITY TO				

**AUSTRALIAN STANDARD
TRANSFER FORM**

AFFIX OR IMPRESS STAMP DUTY HERE

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY		oOhMedia Group Limited ACN 091 780 924		
FULL DESCRIPTION OF SECURITIES		Fully paid ordinary shares		Register
QUANTITY		One Million and Eighty Eight Thousand and Fifty One	Number 1,088,051	Selling broker's stamp
FULL NAME(S) OF SELLER(S)		RBC Dexia Investor Services Australia Nominees Pty Ltd <PISELECT A/C> GPO Box 5430 Sydney NSW 2001 ABN: 70 097 125 123		
CONSIDERATION		\$A353,616.57 (representing \$0.325 per share) payable in full in cleared funds on 30 November 2011 <i>[We understand this will be T+3]</i>		Date of purchase (Date of settlement)
Uncertificated Transferor Identification	SIN/SBN/IPN	HIN	TOTR	
FULL NAME(S) OF BUYER(S)		ACN 154 164 191 Pty Limited ACN 154 164 191		
FULL POSTAL ADDRESS OF BUYER(S)		Level 4, Customs House, 31 Alfred Street, Sydney NSW 2000		
REMOVAL REQUEST	Please enter these securities' on the		Register	
Uncertificated Transferor Identification	SIN/SBN/IPN		TETR	
<p><i>• I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s) or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the above-named Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions.</i></p> <p><i>• I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities.</i></p> <p><i>• I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed.</i></p> <p><i>• Delete whichever does not apply.</i></p> <p><i>• 0</i></p>				FOR USE BY AUSTRALIAN SELLING BROKERS ONLY TRANSFER IDENTIFICATION NUMBER Transferor's Broker hereby certifies: (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid.
SELLER(S)		<p>Executed by [] in accordance with section 127 of the Corporations Act 2001 (Cth):</p> <p>RBC DEXIA INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED Signature of director (ABN 70 097 125 123) by its directors who declare that they have no notice of revocation of the Power of Attorney under which this document is signed</p> <p>Full name of director <u>YOLANDA MATUS</u> Full name of company secretary/director <u>BRENDAN CHARLES HEALY</u> ATTORNEY</p>		Affixed at or:
BUYER(S)		<p>Executed by ACN 154 164 191 Pty Ltd in accordance with section 127 of the Corporations Act 2001 (Cth):</p> <p>SIGN HERE → Darren Smorgon</p> <p>Full name of sole director and company secretary who states that he or she is the sole director and sole company secretary of 154 164 191 Pty Ltd</p> <p>Signature of sole director and sole company secretary</p>		FOR COMPANY USE
Date signed		28 NOV 2011		
Date signed		28/11/11		Lodging Agent's Stamp
AUTHORITY TO				

Form 604
Corporations 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 CHAMP Private Equity Pte Ltd, CHAMP Singapore HoldCo Pte Ltd and CHAMP Buyout III Pte Ltd ("Holders")

ACN/ARSN (if applicable) _____

There was a change in the interests of the

substantial holder on 25/11/2011

The previous notice was given to the company on 11/11/2011

The previous notice was dated 11/11/2011

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	85,161,433	16.99%	98,230,924	19.60%

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
25/11/2011	ACN 154 164 191 Pty Ltd	Acquisition (see Annexure B)	\$0.325 per share	13,069,491 ordinary shares	13,069,491
25/11/2011	CHAMP Group (as defined in Annexure A) other than ACN 154 164 191 Pty Ltd	Deemed to have a relevant interest in the shares in which ACN 154 164 191 Pty Ltd has a relevant interest pursuant to section 608(3)(a)		13,069,491 ordinary shares	13,069,491
25/11/2011	CHAMP Buyout III Trust	ACN 154 164 191 Pty Ltd will transfer shares to this entity at cost		13,069,491 ordinary shares	13,069,491
25/11/2011	CHAMP Buyout III Pte Ltd CHAMP Buyout III LP	CHAMP Buyout III Trust will transfer shares to CHAMP Buyout III Pte Ltd at a price equal to cost plus 8% p.a., subject to regulatory approvals. CHAMP Buyout III Pte Ltd is wholly owned by CHAMP Buyout III LP		8,480,902 ordinary shares	8,480,902
25/11/2011	CHAMP Buyout III (SWF) Trust	CHAMP Buyout III Trust will transfer shares to this entity at a price equal to cost plus 8% p.a., subject to regulatory approvals		1,340,089 ordinary shares	1,340,089

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
Holders except for CHAMP Buyout III Pte Ltd	ACN 154 164 191 Pty Ltd	See paragraph 3	See paragraph 3	85,161,433 ordinary shares	85,161,433
	See Annexure B			13,069,491 ordinary shares	13,069,491
CHAMP Buyout III Pte Ltd	ACN 154 164 191 Pty Ltd	See paragraph 3	See paragraph 3	55,261,969 ordinary shares	55,261,969
	See Annexure B			8,480,902 ordinary shares	8,480,902

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	

6. Addresses

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

Name	Address
ACN 154 164 191 Pty Ltd, CHAMP Group Holdings Pty Ltd, CHAMP Group Services Pty Ltd, CHAMP III Management Pty Ltd, CHAMP Corporate Pty Ltd, CHAMP Buyout III Trust and CHAMP Buyout III (SWF) Trust	Level 4, Customs House, 31 Alfred Street, Sydney NSW 2000
CHAMP Buyout III Pte Ltd, CHAMP Singapore HoldCo Pte Ltd and CHAMP Private Equity Pte Ltd	6 Battery Road #12-08 Singapore 049909
CHAMP Buyout III GP Limited and CHAMP Buyout III LP	87 Mary Street, George Town, Grand Cayman, KY-9005, Cayman Islands
CHAMP III GP Holdings, LLC	150 East 58th Street, New York, NY, 10155, United States of America


Signature

print name	ENG KENG BOON	capacity	DIRECTOR
sign here		date	29 / 11 / 2011

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 on 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.

This is Annexure A of 1 page referred to in Form 604 - Notice of change of interests of substantial holder

Signed: 
Name: ENG KENG BOON
Capacity: DIRECTOR
Date: 29/11/2011

In this form:

CHAMP Group means each of:


- (i) ACN 154 164 191 Pty Ltd (ACN 154 164 191);
- (ii) CHAMP Group Holdings Pty Limited (ACN 134 648 285);
- (iii) CHAMP Group Services Pty Limited (ACN 134 722 437);
- (iv) CHAMP III Management Pty Limited (ACN 134 673 162);
- (v) CHAMP Private Equity Pty Limited (ACN 110 020 114);
- (vi) CHAMP Corporate Pty Limited (ACN 136 851 897);
- (vii) CHAMP Private Equity Pte Ltd;
- (viii) CHAMP Singapore HoldCo Pte Ltd;
- (ix) CHAMP III GP Holdings, LLC; and
- (x) CHAMP Buyout III GP Limited.

This is Annexure B of 4 pages referred to in Form 604 - Notice of change of interests of substantial holder

The Acquisition of 8,157,542 of the 13,069,491 shares is pursuant to the attached Transfer Forms.

The Acquisition of 4,911,949 of the 13,069,491 shares is pursuant to an undocumented agreement between ACN 154 164 191 Pty Ltd and Renaissance Asset Management (on behalf of funds managed by it) to transfer such shares to ACN 154 164 191 Pty Ltd for \$0.325 per share with settlement to take place on Wednesday, 30 November 2011.

I certify the attached copies of the documents are true copies and the above statement is full and accurate.

Signed: 
Name: ENG KENG BOON
Capacity: DIRECTOR
Date: 29/11/2011

AUSTRALIAN STANDARD TRANSFER FORM

AFFIX OR IMPRESS STAMP DUTY HERE

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY	oOhlMedia Group Limited ACN 091 780 924		Register
FULL DESCRIPTION OF SECURITIES	Fully paid ordinary shares		
QUANTITY	Two million, sixty nine thousand, four hundred and ninety one shares	Number 2,069,491	Selling broker's stamp
FULL NAME(S) OF SELLER(S)	BOND STREET CUSTODIANS LTD <MACQ AUST MICROCAP FUND A/C>		
CONSIDERATION	\$672,584.58 (representing \$0.325 per share) payable in full in cleared funds on 30 November 2011		Date of purchase 25 November 2011
Uncertificated Transfer Identification	SIN/SBN/IPN	HIN	TOTR

FULL NAME(S) OF BUYER(S)	ACN 154 164 191 Pty Limited ACN 154 164 191		FOR USE BY AUSTRALIAN SELLING BROKERS ONLY TRANSFER IDENTIFICATION NUMBER
FULL POSTAL ADDRESS OF BUYER(S)	Level 4, Customs House, 31 Alfred Street, Sydney NSW 2000		
REMOVAL REQUEST	Please enter these securities on the	Register	Transferor's Broker hereby certifies- (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid.
Uncertificated Transfer Identification	SIN/SBN/IPN	TETR	

• I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s), or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the above named Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions.
 • I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities.
 • I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed.
 • Delete whichever does not apply.
 • 0

Transferor's Broker's Stamp
Affixed at
on:

SELLER(S)	Executed by [] in accordance with section 127 of the Corporations Act 2001 (Cth):		
	Signature of director	Signature of company secretary/director	
SIGN HERE			
	Full name of director (Signed)	Full name of company secretary/director	
Date signed	25/11/11	Executed by	and
		under power of attorney for and on behalf of	Bond Street Custodians Limited ACN 088 607 000

FOR COMPANY USE

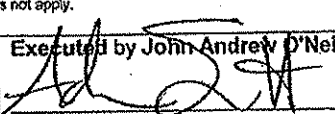
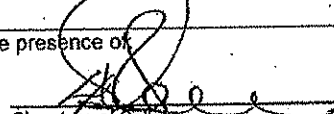

BUYER(S)	Executed by ACN 154 164 191 Pty Ltd in accordance with section 127 of the Corporations Act 2001 (Cth):		
	Signature of sole director and company secretary who states that he or she is the sole director and sole company secretary of 154 164 191 Pty Ltd	Signature of sole director and sole company secretary	
Date signed	27/11/11		

Lodging Agent's Stamp

**-+AUSTRALIAN STANDARD
TRANSFER FORM**

AFFIX OR IMPRESS STAMP DUTY HERE

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY	oOh! Media Group Limited ACN 091 780 924			
FULL DESCRIPTION OF SECURITIES	Fully Paid Ordinary			Register
QUANTITY	Five Million	Number	5,000,000	Selling broker's stamp
FULL NAME(S) OF SELLER(S)	John Andrew O'Neill			
CONSIDERATION	\$A 0.325 x 5,000,000 = \$1,625,000.00			Date of purchase 25/11/2011
Uncertificated Transferor Identification	SIN/SBN/IPN	HIN	TOTR	
FULL NAME(S) OF BUYER(S)	ACN 154 164 191 Pty Ltd			FOR USE BY AUSTRALIAN SELLING BROKERS ONLY TRANSFER IDENTIFICATION NUMBER
FULL POSTAL ADDRESS OF BUYER(S)	Level 4, Customs House 31 Alfred Street Sydney NSW 2000			Transferor's Broker hereby certifies- (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid.
REMOVAL REQUEST	Please enter these securities on the		Register	
Uncertificated Transferor Identification	SIN/SBN/IPN		TETR	
<ul style="list-style-type: none"> I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s) or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the above-named Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions. I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities. I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed. Delete whichever does not apply. • 0 				Transferor's Broker's Stamp
SELLER(S)	Executed by John Andrew O'Neill in the presence of  Signature of Witness ADAM KIRKWOOD - SCOTT Name of Witness  Signature of Seller			Affixed at on:
SIGN HERE	Date signed 25/11/2011			FOR COMPANY USE
BUYER(S)	 DARREN SMERCOV Name of Buyer			Lodging Agent's Stamp
SIGN HERE	Date signed 28/11/11			
AUTHORITY TO				

**AUSTRALIAN STANDARD
TRANSFER FORM**

AFFIX OR IMPRESS STAMP DUTY HERE

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY		oOhMedia Group Limited ACN 091 780 924		
FULL DESCRIPTION OF SECURITIES		Fully paid ordinary shares		Register
QUANTITY		One Million and Eighty Eight Thousand and Fifty One	Number 1,088,051	Selling broker's stamp
FULL NAME(S) OF SELLER(S)		RBC Dexia Investor Services Australia Nominees Pty Ltd <PISELECT A/C> GPO Box 5430 Sydney NSW 2001 ABN: 70 097 125 123		
CONSIDERATION		\$A353,616.57 (representing \$0.325 per share) payable in full in cleared funds on 30 November 2011 <i>[We understand this will be T+3]</i>		Date of purchase (Date of settlement)
Uncertificated Transferor Identification	SIN/SBN/IPN	HIN	TOTR	
FULL NAME(S) OF BUYER(S)		ACN 154 164 191 Pty Limited ACN 154 164 191		
FULL POSTAL ADDRESS OF BUYER(S)		Level 4, Customs House, 31 Alfred Street, Sydney NSW 2000		
REMOVAL REQUEST	Please enter these securities' on the		Register	
Uncertificated Transferor Identification	SIN/SBN/IPN		TETR	
<ul style="list-style-type: none"> I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s) or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the above-named Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions. I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities. I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed. Delete whichever does not apply. 				FOR USE BY AUSTRALIAN SELLING BROKERS ONLY: TRANSFER IDENTIFICATION NUMBER Transferor's Broker hereby certifies: (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid.
SELLER(S)		Executed by [] in accordance with section 127 of the Corporations Act 2001 (Cth): Signature of director Signature of company secretary/director Full name of director Full name of company secretary/director YOLANDA MATUS BRENDAN CHARLES HEALY ATTORNEY		Transferor's Broker's Stamp Affixed at or:
BUYER(S)		Executed by ACN 154 164 191 Pty Ltd in accordance with section 127 of the Corporations Act 2001 (Cth): SIGN HERE → Darren Smorgon Full name of sole director and company secretary who states that he or she is the sole director and sole company secretary of 154 164 191 Pty Ltd Signature of sole director and sole company secretary		FOR COMPANY USE
Date signed		28 NOV 2011		
Date signed		28/11/11		Lodging Agent's Stamp
AUTHORITY TO				

Form 604
Corporations 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 CHAMP III GP Holdings, LLC, CHAMP Buyout III GP Limited and CHAMP Buyout III LP ("Holders")

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on 25/11/2011

The previous notice was given to the company on 11/11/2011

The previous notice was dated 11/11/2011

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	85,161,433	16.99%	98,230,924	19.60%

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
25/11/2011	ACN 154 164 191 Pty Ltd	Acquisition (See Annexure B)	\$0.325 per share	13,069,491 ordinary shares	13,069,491
25/11/2011	CHAMP Group (as defined in Annexure A) other than ACN 154 164 191 Pty Ltd	Deemed to have a relevant interest in the shares in which ACN 154 164 191 Pty Ltd has a relevant interest pursuant to section 608(3)(a)		13,069,491 ordinary shares	13,069,491
25/11/2011	CHAMP Buyout III Trust	ACN 154 164 191 Pty Ltd will transfer shares to this entity at cost		13,069,491 ordinary shares	13,069,491
25/11/2011	CHAMP Buyout III Pte Ltd CHAMP Buyout III LP	CHAMP Buyout III Trust will transfer shares to CHAMP Buyout III Pte Ltd at a price equal to cost plus 8% p.a., subject to regulatory approvals. CHAMP Buyout III Pte Ltd is wholly owned by CHAMP Buyout III LP		8,480,902 ordinary shares	8,480,902
25/11/2011	CHAMP Buyout III (SWF) Trust	CHAMP Buyout III Trust will transfer shares to this entity at a price equal to cost plus 8% p.a., subject to regulatory approvals		1,340,089 ordinary shares	1,340,089

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
Holders except for CHAMP Buyout III LP	ACN 154 164 191 Pty Ltd	See paragraph 3	See paragraph 3	85,161,433 ordinary shares	85,161,433
	See Annexure B			13,069,491 ordinary shares	13,069,491
CHAMP Buyout III LP	ACN 154 164 191 Pty Ltd	See paragraph 3	See paragraph 3	55,261,969 ordinary shares	55,261,969
	See Annexure B			8,480,902 ordinary shares	8,480,902

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	

6. Addresses

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

Name	Address
ACN 154 164 191 Pty Ltd, CHAMP Group Holdings Pty Ltd, CHAMP Group Services Pty Ltd, CHAMP III Management Pty Ltd, CHAMP Corporate Pty Ltd, CHAMP Buyout III Trust and CHAMP Buyout III (SWF) Trust	Level 4, Customs House, 31 Alfred Street, Sydney NSW 2000
CHAMP Buyout III Pte Ltd, CHAMP Singapore HoldCo Pte Ltd and CHAMP Private Equity Pte Ltd	6 Battery Road #12-08 Singapore 049909
CHAMP Buyout III GP Limited and CHAMP Buyout III LP	87 Mary Street, George Town, Grand Cayman, KY-9005, Cayman Islands
CHAMP III GP Holdings, LLC	150 East 58th Street, New York, NY, 10155, United States of America

Signature

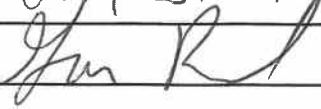
print name

Gary Bialik

capacity

Authorized Person

sign here



date

28/11/11

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 on 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.

This is Annexure A of 1 page referred to in Form 604 - Notice of change of interests of substantial holder

Signed: 

Name: Gary Bialik
Capacity: Authorized Person
Date: 28/11/11

In this form:

CHAMP Group means each of:

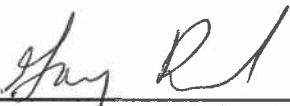
- (i) ACN 154 164 191 Pty Ltd (ACN 154 164 191);
- (ii) CHAMP Group Holdings Pty Limited (ACN 134 648 285);
- (iii) CHAMP Group Services Pty Limited (ACN 134 722 437);
- (iv) CHAMP III Management Pty Limited (ACN 134 673 162);
- (v) CHAMP Private Equity Pty Limited (ACN 110 020 114);
- (vi) CHAMP Corporate Pty Limited (ACN 136 851 897);
- (vii) CHAMP Private Equity Pte Ltd;
- (viii) CHAMP Singapore HoldCo Pte Ltd;
- (ix) CHAMP III GP Holdings, LLC; and
- (x) CHAMP Buyout III GP Limited.

This is Annexure B of 4 pages referred to in Form 604 - Notice of change of interests of substantial holder

The Acquisition of 8,157,542 of the 13,069,491 shares is pursuant to the attached Transfer Forms.

The Acquisition of 4,911,949 of the 13,069,491 shares is pursuant to an undocumented agreement between ACN 154 164 191 Pty Ltd and Renaissance Asset Management (on behalf of funds managed by it) to transfer such shares to ACN 154 164 191 Pty Ltd for \$0.325 per share with settlement to take place on Wednesday, 30 November 2011.

I certify the attached copies of the documents are true copies and the above statement is full and accurate.

Signed: 
Name: Gary Bialik
Capacity: Authorized Person
Date: 28/11/11

AUSTRALIAN STANDARD TRANSFER FORM

AFFIX OR IMPRESS STAMP DUTY HERE

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY	oOhlMedia Group Limited ACN 091 780 924		Register
FULL DESCRIPTION OF SECURITIES	Fully paid ordinary shares		
QUANTITY	Two million, sixty nine thousand, four hundred and ninety one shares	Number 2,069,491	Selling broker's stamp
FULL NAME(S) OF SELLER(S)	BOND STREET CUSTODIANS LTD <MACQ AUST MICROCAP FUND A/G>		
CONSIDERATION	\$672,584.58 (representing \$0.325 per share) payable in full in cleared funds on 30 November 2011		Date of purchase 25 November 2011
Uncertificated Transfer Identification	SIN/SBN/IPN	HIN	TOTR

FULL NAME(S) OF BUYER(S)	ACN 154 164 191 Pty Limited ACN 154 164 191		FOR USE BY AUSTRALIAN SELLING BROKERS ONLY TRANSFER IDENTIFICATION NUMBER
FULL POSTAL ADDRESS OF BUYER(S)	Level 4, Customs House, 31 Alfred Street, Sydney NSW 2000		
REMOVAL REQUEST	Please enter these securities on the	Register	
Uncertificated Transfer Identification	SIN/SBN/IPN	TETR	

Transferor's Broker hereby certifies-

(a) As to the Validity of Documents

(b) That Stamp Duty, if payable has been or will be paid.

Transferor's Broker's Stamp

I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s), or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the above named Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions.

I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities.

I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed.

Delete whichever does not apply.

* 0

SELLER(S)	Executed by [] in accordance with section 127 of the Corporations Act 2001 (Cth):	Signature of director	Signature of company secretary/director
		<i>ROBERT PEVEN</i> Full name of director (Signed)	<i>YAN O'NEILL</i> Full name of company secretary/director (Signed)
SIGN HERE	Executed by	and	
Date signed	25/11/11	under power of attorney for and on behalf of Bond Street Custodians Limited ACN 088 607 000	

BUYER(S)	Executed by ACN 154 164 191 Pty Ltd in accordance with section 127 of the Corporations Act 2001 (Cth):	Signature of sole director and sole company secretary
		Signature of sole director and sole company secretary
SIGN HERE	Darren Smorgon	
Date signed	27/11/11	
AUTHORITY TO	Full name of sole director and company secretary who states that he or she is the sole director and sole company secretary of 154 164 191 Pty Ltd	

Affixed at
on:

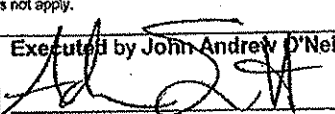
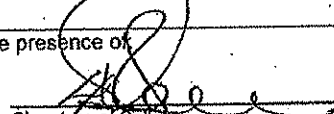

FOR COMPANY USE

Lodging Agent's Stamp

**-AUSTRALIAN STANDARD
TRANSFER FORM**

AFFIX OR IMPRESS STAMP DUTY HERE

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY	oOh! Media Group Limited ACN 091 780 924			
FULL DESCRIPTION OF SECURITIES	Fully Paid Ordinary			Register
QUANTITY	Five Million	Number	5,000,000	Selling broker's stamp
FULL NAME(S) OF SELLER(S)	John Andrew O'Neill			
CONSIDERATION	\$A 0.325 x 5,000,000 = \$1,625,000.00			Date of purchase 25/11/2011
Uncertificated Transferor Identification	SIN/SBN/IPN	HIN	TOTR	
FULL NAME(S) OF BUYER(S)	ACN 154 164 191 Pty Ltd			FOR USE BY AUSTRALIAN SELLING BROKERS ONLY TRANSFER IDENTIFICATION NUMBER
FULL POSTAL ADDRESS OF BUYER(S)	Level 4, Customs House 31 Alfred Street Sydney NSW 2000			Transferor's Broker hereby certifies- (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid.
REMOVAL REQUEST	Please enter these securities on the		Register	
Uncertificated Transferor Identification	SIN/SBN/IPN		TETR	
<ul style="list-style-type: none"> I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s) or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the above-named Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions. I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities. I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed. Delete whichever does not apply. • 0 				Transferor's Broker's Stamp
SELLER(S)	Executed by John Andrew O'Neill in the presence of  Signature of Witness  Signature of Seller ADAM KIRKWOOD - SCOTT Name of Witness			Affixed at on:
SIGN HERE	Date signed: 25/11/2011			FOR COMPANY USE
BUYER(S)	 DARREN SMERGON			Lodging Agent's Stamp
SIGN HERE	Date signed: 28/11/11			
AUTHORITY TO				

**AUSTRALIAN STANDARD
TRANSFER FORM**

AFFIX OR IMPRESS STAMP DUTY HERE

IMPRESS MARKING/CERTIFICATION STAMP HERE

FULL NAME OF COMPANY OR ELIGIBLE BODY		oOhMedia Group Limited ACN 091 780 924		
FULL DESCRIPTION OF SECURITIES		Fully paid ordinary shares		Register
QUANTITY		One Million and Eighty Eight Thousand and Fifty One	Number 1,088,051	Selling broker's stamp
FULL NAME(S) OF SELLER(S)		RBC Dexia Investor Services Australia Nominees Pty Ltd <PISELECT A/C> GPO Box 5430 Sydney NSW 2001 ABN: 70 097 125 123		
CONSIDERATION		\$A353,616.57 (representing \$0.325 per share) payable in full in cleared funds on 30 November 2011 <i>[We understand this will be T+3]</i>		Date of purchase (Date of settlement)
Uncertificated Transferor Identification	SIN/SBN/IPN	HIN	TOTR	
FULL NAME(S) OF BUYER(S)		ACN 154 164 191 Pty Limited ACN 154 164 191		
FULL POSTAL ADDRESS OF BUYER(S)		Level 4, Customs House, 31 Alfred Street, Sydney NSW 2000		
REMOVAL REQUEST	Please enter these securities' on the		Register	
Uncertificated Transferor Identification	SIN/SBN/IPN		TETR	
<ul style="list-style-type: none"> I/We the registered holder(s) and undersigned Seller(s) for the above consideration do hereby transfer to the above name(s) hereinafter called the Buyer(s) or to the several buyers named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s), the Securities as specified above standing in my/our name(s) in the books of the above-named Company or eligible body subject to the several conditions on which I/We held the same at the time of signing hereof and I/We the Buyer(s) do hereby agree to accept the said securities subject to the same conditions. I/We the registered holder(s) and undersigned seller(s) hereby transfer the above securities to the several transferees named in Part 2 of the Brokers Transfer Form(s) or Split Transfer Form(s) relating to the above securities. I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed. Delete whichever does not apply. 				FOR USE BY AUSTRALIAN SELLING BROKERS ONLY: TRANSFER IDENTIFICATION NUMBER Transferor's Broker hereby certifies: (a) As to the Validity of Documents (b) That Stamp Duty, if payable has been or will be paid.
SELLER(S)		<p>Executed by [] in accordance with section 127 of the Corporations Act 2001 (Cth):</p> <p>RBC DEXIA INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED Signature of director (ACN 091 780 924) by its directors who declare that they have no notice of revocation of the Power of Attorney under which this document is signed</p> <p>Full name of director YOLANDA MATUS BRENDAN CHARLES HEALY ATTORNEY</p>		FOR COMPANY USE
SIGN HERE →				Affixed at or:
Date signed		28 NOV 2011		
BUYER(S)		<p>Executed by ACN 154 164 191 Pty Ltd in accordance with section 127 of the Corporations Act 2001 (Cth):</p> <p>Darren Smorgon</p> <p>Full name of sole director and company secretary who states that he or she is the sole director and sole company secretary of 154 164 191 Pty Ltd</p> <p>Signature of sole director and sole company secretary</p>		Transferor's Broker's Stamp
SIGN HERE →				
Date signed		28/11/11		Lodging Agent's Stamp
AUTHORITY TO				