



# FACSIMILE

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TO	Company Announcements Office	FAX	1300 135 638
COMPANY	ASX Limited		
FROM	Warren Coatsworth, Company Secretary		
DATE	14 April 2011	TOTAL PAGES INC. HEADER	7
SUBJECT	<b>Notice of Change of Interests of Substantial Holder</b>		

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## Important Notice

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Please see attached.

**SGH**

Media, Industrial Services and Investments

14 April 2011

Mr Peter Bryant  
Company Secretary  
West Australian Newspapers Holdings Limited  
Newspaper House, 50 Hasler Road  
OSBORNE PARK 6017 WA

Total Pages: 6 (including cover letter)

Dear Mr Bryant

**Notice of Change of Interests of Substantial Holder**

Attached is a Notice of Change of Interests of Substantial Holder – Form 604.

The original of the Notice will be sent to you.

As noted in the Notice of Change of Interests of Substantial Holder, SGH has acquired this relevant interest in WAN ordinary shares as part of the consideration for selling SMG to WAN under the transaction. As disclosed in the WAN Explanatory Memorandum<sup>1</sup>, SGH's voting power is temporarily 50.8%, but will decrease to 29.6% immediately following completion of the transaction.

Yours sincerely



**Warren Coatsworth**  
Company Secretary

cc – Company Announcements Office  
ASX Limited  
Level 6, 20 Bridge Street  
SYDNEY NSW 2000  
By facsimile: 1300 135 638

<sup>1</sup> Details of the transaction are set out in section 2 and Appendix D of the WAN Explanatory Memorandum dated 8 March 2011 and the WAN Explanatory Memorandum Correction dated 21 March 2011.



**Seven Group Holdings Limited** | ABN 46 142 003 469

38-42 Pirrama Road | Pyrmont NSW 2009 Australia | Postal Address: PO Box 777 | Pyrmont NSW 2009 Australia

Telephone +61 2 8777 7777 | Facsimile +61 2 8777 7192

**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme West Australian Newspapers Holdings Limited (WAN)

ACN/ARSN 053 480 845

### 1. Details of substantial holder (1)

Name Seven Group Holdings Limited (SGH) and SGH's subsidiaries as set out in Annexure A (SGH Group)

ACN/ARSN (if applicable) 142 003 469

There was a change in the interests of the substantial holder on 12/04/2011

The previous notice was given to the company on 17/05/2010

The previous notice was dated 17/05/2010

### 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	51,399,279	23.8%	233,891,714 *See important note below	50.8% *See important note below

**\*Important Note:** SGH has acquired this relevant interest in WAN ordinary shares as part of the consideration for selling SMG to WAN under the transaction. SGH's voting power is temporarily 50.8%, but will decrease to 29.6% immediately following completion of the transaction. For further details of the transaction see section 2 and Appendix D of the WAN Explanatory Memorandum dated 8 March 2011 and the WAN Explanatory Memorandum Correction dated 21 March 2011.

### 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
12/04/2011	SGH, Seven (WAN) Pty Limited (Seven (WAN)), WesTrac Holdings Pty Limited ACN 009 336 109 and Seven Network Limited ACN 052 816 789 (collectively the Seven Controllers), Seven Media Group Pty Limited ACN 116 850 607 (SMG), other members of the SGH Group and North Aston Pty Limited ACN 009 367 606, Ashblue Holding Pty Limited ACN 068 180 898 and Wroxby Pty Limited ACN 061 621 921 (collectively, the Stokes Holders)	Issue of ordinary shares by WAN, a component of the consideration provided by WAN to acquire SMG H1 Pty Limited. See section 2 of the WAN Explanatory Memorandum dated 8 March 2011 for further information.	Part consideration for the sale of SMG H1 Pty Limited by SGH. See section 2 of the WAN Explanatory Memorandum dated 8 March 2011 for further information.	180,467,446	180,467,446
30/09/2010	Same as above	Issue of securities under WAN Dividend Investment Plan.	\$13,363,812	2,024,989	2,024,989

#### 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
SMG	SMG	SMG	Relevant interest under section 608(1) of the Corporations Act 2001 (Act) as the registered and beneficial holder of the shares.	180,467,446 ordinary shares	180,467,446
Seven (WAN)	Seven (WAN)	Seven (WAN)	Relevant interest under section 608(1) of the Corporations Act 2001 (Act) as the registered and beneficial holder of the shares.	53,424,268 ordinary shares	53,424,268
SGH, the SGH Group	SMG & Seven (WAN)	SMG & Seven (WAN)	Each entity is an associate of and/or controls Seven (WAN) and SMG and accordingly, has a relevant interest in the same shares as Seven (WAN) and SMG under sections 608(3)(a) or 608(3)(b), respectively, of the Act. (As the Seven Controllers and the other members of the SGH Group are not the registered holders of the shares, their ability to vote and dispose of these shares is qualified accordingly.)	233,891,714 ordinary shares	233,891,714
The Stokes Holders	SMG & Seven (WAN)	SMG & Seven (WAN)	Each Stokes Holder is an associate of the Seven Controllers and accordingly, has a relevant interest in the same shares as Seven (WAN) and SMG under section 608(3)(a) of the Act. (As the Stokes Holders are not the registered holders of the shares, their ability to vote and dispose of these shares is qualified accordingly.)	233,891,714 ordinary shares	233,891,714

## 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:

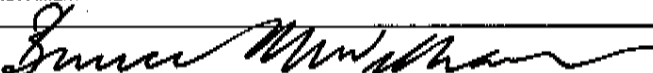
Name and ACN/ARSN (if applicable)	Nature of association
SMG	An associate of SGH pursuant to section 12(2)(a)(i) of the Act and is controlled by SGH.
SMG Executives Pty Ltd	An associate of SGH pursuant to section 12(2)(a)(i) of the Act and is controlled by SGH.
SMG Finco Pty Ltd	An associate of SGH pursuant to section 12(2)(a)(i) of the Act and is controlled by SGH.
Priority People Solutions Pty Ltd	An associate of SGH pursuant to section 12(2)(a)(i) of the Act and is controlled by SGH.

## 6. Addresses

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

Name	Address
SGH	Level 2, 38-42 Pirrama Road, Pyrmont, NSW 2009
SMG	Level 2, 38-42 Pirrama Road, Pyrmont, NSW 2009
The Stokes Holders	Level 3, 30 Kings Park Road, West Perth, WA, 6005
The SGH Group	See Annexure A

## Signature

print name	Bruce McWilliam	capacity	Director
sign here		date	14/04/2011

### 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.

**Annexure 'A'**

This is Annexure 'A' of 2 pages referred to in the Form 604 (Notice of Change of Interests of Substantial Holder), signed by me and dated 14 April 2011.

Director



Entity	AGN
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AKAL Pty. Limited	094 107 794
ATPH Pty. Limited	128 476 120
ATP1 Pty. Limited	128 478 311
ATP2 Pty. Limited	128 480 491
ATP3 Pty. Limited	128 482 584
BKAL Pty. Limited	105 833 681
C7 Pty. Limited	082 901 442
Direct Target Access Pty. Limited	072 507 227
Engin Limited	063 582 990
Kimlin Holdings Pty. Limited	112 288 445
Manooka Holdings Pty. Limited	092 680 245
Mibroadband Pty. Limited	080 250 371
Miltonstar Pty. Limited	074 811 144
Network Investment Holdings Pty Ltd	078 448 512
Point Pty. Limited	009 643 501
Realtime Reporters Pty. Limited	009 371 055
Seven Custodians Pty. Limited	089 327 551
Seven Entertainment Pty. Limited	085 598 429
Seven Finance Pty. Limited	115 082 196
Seven Network (United States) Inc	N/a
Seven Network Limited	052 816 789
Seven Network Asia Limited	N/a
Seven Network Nominees Pty. Limited	060 667 861
Seven Network Investments Pty. Limited	078 267 759
Seven Network International Limited	065 640 075
Seven Media Group Pty Ltd	116 850 607
Seven Productions Pty. Limited	091 398 471
Seven Resources Pty. Limited	093 422 032
Seven (WAN) Pty. Limited	122 263 129
SMG Executives Pty Ltd	128 792 003
SMG Finco Pty Limited	122 728 321
SNZ Pty. Limited	124 503 028
Tallglen Pty. Limited	058 439 786
Ubowireless Pty. Limited	111 654 847
Unwired Australia Pty. Limited	094 107 589
Vividwireless Group Limited (formerly Wireless Broadband Australia Limited)	008 082 737
Vividwireless Pty Limited	137 696 461

Seven Network Limited and all companies listed above have a registered office located at Level 2, 38-42 Pirrama Road, Pymont, NSW, 2009 except:

- Seven Network Asia Limited: Unit 1601 56 Kwai Cheong Road, Kwai Chung, Hong Kong
- Seven Network (United States) Inc: 1013 Centre Road, City of Wilmington, Delaware, USA
- Vividwireless Group Limited (formerly Wireless Broadband Australia Limited), Ubowireless Pty Limited: Level 21, 1 Market Street, Sydney NSW 2000

Entity	ACN
Allight Holdings Pty Ltd	070 926 555
Allight Pty Ltd	053 434 807
Allight USA Inc	Incorporated in USA
F.G.W. Pacific Pty Ltd	085 531 353
EMT Group Pty limited	100 871 592
Mining Equipment Spares Pty Ltd	133 869 191
National Hire Facilitation Pty Limited	128 890 442
Liaoning WesTrac Machinery Equipment Limited	Incorporated in China
Tianjin WesTrac Machinery Equipment Limited	Incorporated in China
WesTrac Pty Ltd	009 342 572
WesTrac (China) Machinery Equipment Limited	Incorporated in China
WesTrac Fleet Pty Ltd	009 413 325
WesTrac (Beijing) Machinery Equipment Limited	Incorporated in China
WesTrac China Limited	Incorporated in Hong Kong
WesTrac Hong Kong Limited	Incorporated in Hong Kong
National Hire Group Limited	076 688 938
Seven Group Holdings Limited	142 003 469
Sitech (WA) Pty Ltd	139 286 454
Sitech (Beijing) Engineering Technology Development Company Limited	Incorporated in China
Weishan (Beijing) Machinery Equipment Ltd	Incorporated in China
WesTrac Inventory Pty Ltd (formerly WesTrac Institute Pty Ltd)	094 801 573
Priority People Solutions Pty Limited	147 979 548

All companies registered in Australia listed above have a registered office located at 12 Hoskins Road, Landsdale, WA, 6065, except:

- WesTrac Pty Ltd, WesTrac Inventory Pty Ltd and WesTrac Fleet Pty Ltd: 128 Great Eastern Highway, South Guildford, WA, 6055
- EMT Group Pty Ltd and Mining Equipment Spares Pty Ltd: 327 Victoria Road, Malaga, WA, 6090
- Sitech (WA) Pty Ltd: Level 3, 35 Outram Street, West Perth, WA, 6005