

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

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

To: **Wotif.com Holdings Ltd**

ACN/ARSN:

**1. Details of substantial holder (s)**

Name: FMR LLC and FIL

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on	19 January 2011
The previous notice was given to the company on	3 December 2010
The previous notice was dated	3 December 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 Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
Common Stock	17,194,692	8.16%	15,091,465	7.15%

**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 & No. of securities affected	Person's votes affected
			USD \$	Common stock	Common stock
7 December 2010	FMR LLC & FIL	Market Acquisition	4.74	80,120	80,120
8 December 2010	FMR LLC & FIL	Market Acquisition	4.75	176,445	176,445
9 December 2010	FMR LLC & FIL	Market Acquisition	4.73	186,133	186,133
10 December 2010	FMR LLC & FIL	Market Acquisition	4.73	10,329	10,329
10 December 2010	FMR LLC & FIL	Market Acquisition	4.73	96,814	96,814
13 December 2010	FMR LLC & FIL	Market Acquisition	4.79	45,101	45,101
14 December 2010	FMR LLC & FIL	Market Acquisition	4.82	12,298	12,298
14 December 2010	FMR LLC & FIL	Market Acquisition	4.82	46,282	46,282
20 December 2010	FMR LLC & FIL	Market Acquisition	4.84	23,500	23,500
29 December 2010	FMR LLC & FIL	Market Acquisition	4.90	10,983	10,983
30 December 2010	FMR LLC & FIL	Market Acquisition	5.03	2,537	2,537

30 December 2010	FMR LLC & FIL	Market Acquisition	5.03	3,074	3,074
30 December 2010	FMR LLC & FIL	Market Acquisition	5.03	3,195	3,195
30 December 2010	FMR LLC & FIL	Market Acquisition	5.03	3,464	3,464
30 December 2010	FMR LLC & FIL	Market Acquisition	5.03	4,705	4,705
30 December 2010	FMR LLC & FIL	Market Acquisition	5.03	6,210	6,210
30 December 2010	FMR LLC & FIL	Market Acquisition	5.03	9,420	9,420
30 December 2010	FMR LLC & FIL	Market Acquisition	5.03	14,870	14,870
30 December 2010	FMR LLC & FIL	Market Acquisition	5.03	16,117	16,117
30 December 2010	FMR LLC & FIL	Market Acquisition	5.03	17,489	17,489
30 December 2010	FMR LLC & FIL	Market Acquisition	5.03	19,004	19,004
31 December 2010	FMR LLC & FIL	Market Acquisition	5.08	2,176	2,176
31 December 2010	FMR LLC & FIL	Market Acquisition	5.08	2,452	2,452
31 December 2010	FMR LLC & FIL	Market Acquisition	5.08	2,518	2,518
31 December 2010	FMR LLC & FIL	Market Acquisition	5.08	3,139	3,139
31 December 2010	FMR LLC & FIL	Market Acquisition	5.08	3,330	3,330
31 December 2010	FMR LLC & FIL	Market Acquisition	5.08	4,395	4,395
31 December 2010	FMR LLC & FIL	Market Acquisition	5.08	6,667	6,667
31 December 2010	FMR LLC & FIL	Market Acquisition	5.08	10,523	10,523
31 December 2010	FMR LLC & FIL	Market Acquisition	5.08	11,406	11,406
31 December 2010	FMR LLC & FIL	Market Acquisition	5.08	12,377	12,377
31 December 2010	FMR LLC & FIL	Market Acquisition	5.08	13,448	13,448
4 January 2011	FMR LLC & FIL	Market Acquisition	5.00	991	991
4 January 2011	FMR LLC & FIL	Market Acquisition	5.00	1,319	1,319
4 January 2011	FMR LLC & FIL	Market Acquisition	5.00	1,767	1,767
4 January 2011	FMR LLC & FIL	Market Acquisition	5.00	2,118	2,118
4 January 2011	FMR LLC & FIL	Market Acquisition	5.00	4,119	4,119
4 January 2011	FMR LLC & FIL	Market Acquisition	5.00	4,506	4,506
4 January 2011	FMR LLC & FIL	Market Acquisition	5.00	5,409	5,409
4 January 2011	FMR LLC & FIL	Market Acquisition	5.00	6,330	6,330
4 January 2011	FMR LLC & FIL	Market Acquisition	5.00	11,906	11,906
6 January 2011	FMR LLC & FIL	Market Disposition	4.70	56,963	56,963
14 January 2011	FMR LLC & FIL	Market Disposition	4.46	24,392	24,392
14 January 2011	FMR LLC & FIL	Market Disposition	4.46	91,424	91,424
17 January 2011	FMR LLC & FIL	Market Disposition	4.43	30,674	30,674
17 January 2011	FMR LLC & FIL	Market Disposition	4.43	114,968	114,968
18 January 2011	FMR LLC & FIL	Market Disposition	4.39	39,943	39,943
18 January 2011	FMR LLC & FIL	Market Disposition	4.39	212,609	212,609
19 January 2011	FMR LLC & FIL	Market Disposition	4.42	179,510	179,510
19 January 2011	FMR LLC & FIL	Market Disposition	4.41	38,033	38,033
19 January 2011	FMR LLC & FIL	Market Disposition	4.41	251,483	251,483
				<b>Market Acquisitions</b>	<b>898,986</b>
				<b>Market Dispositions</b>	<b>1,039,999</b>
				<b>Non-Market Decrease</b>	<b>1,962,214</b>
				<b>Overall Decrease</b>	<b>2,103,227</b>

#### 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	Class and number of securities
FMR LLC & FIL	BOEING SLCT INTL SCAP T52923	58,600
FMR LLC & FIL	COLONIAL FIRST STATE AUS F 24	247,125
FMR LLC & FIL	COX ENTP SLCT INT SMCP T52951	46,133
FMR LLC & FIL	FID FDS - AUSTRALIA POOL	2,566,813
FMR LLC & FIL	FID FDS - ASIA PAC DIVIDEND	482,465
FMR LLC & FIL	FIDELITY AUSTRALIAN EQ FUND	2,133,270
FMR LLC & FIL	FID PACIFIC DEVELOPED XJAP PLT	1,977
FMR LLC & FIL	FID AUS SELECT GL SMALL CAP FD	127,518
FMR LLC & FIL	FIL AUSTRALIA POC PILOT	8,362
FMR LLC & FIL	FID AUSTRALIA SMALL CAP PLT FD	2,697
FMR LLC & FIL	AUSTRALIA - FUNDS SA	187,215
FMR LLC & FIL	FID AUSTRALIA PILOT FUND	3,770
FMR LLC & FIL	FIREFLY	223,897
FMR LLC & FIL	UAW RMBT SEL INTL T55189	91,100
FMR LLC & FIL	GENERAL MOTORS SEL INTL T55193	154,500
FMR LLC & FIL	HKMPF-MKT INV ASIA PAC EQ FND	1,151,201
FMR LLC & FIL	FIDELITY INDIA INTL OPPTS FUND	193,136
FMR LLC & FIL	FA INT SOUTH EAST ASIA SUB	277,981
FMR LLC & FIL	PYRAMIS SEL INTL SM CAP(T1056)	655,383
FMR LLC & FIL	SELECT LEISURE	513,138
FMR LLC & FIL	MANAGEMENT BOARD PSPF	321,202
FMR LLC & FIL	MLC INVESTMENTS LIMITED	711,098
FMR LLC & FIL	MTR CORP RETMT SCHM PACIF EQTY	44,665
FMR LLC & FIL	NYC TCHR SELCT INT SCAP T52844	129,714
FMR LLC & FIL	ORANGE CTY EMPL RTRMNT T53323	68,339
FMR LLC & FIL	ORG SLCT INTL SM CAP FD T55495	278,815
FMR LLC & FIL	FID PACIFIC BASIN FUND	374,330
FMR LLC & FIL	PENN PUBLIC SCHOOL EMP T51727	118,912
FMR LLC & FIL	PUB SEC PSN SEL INTL SC T55523	438,480
FMR LLC & FIL	KERN CNTY SEL INT SM CP T51631	106,880
FMR LLC & FIL	PYR SLCT INTL SMCEQ LLC T51489	84,485
FMR LLC & FIL	SELECT RETAILING	165,497
FMR LLC & FIL	RIO TINTO STAFF SUPER FUND	275,270
FMR LLC & FIL	ST BOA FL SLCT INTL SM T50818	278,330
FMR LLC & FIL	PYR SEL INTL SC PLUS CP T16631	198,862
FMR LLC & FIL	STATE SUPER FINANCIAL SERVICES	487,540
FMR LLC & FIL	TENNESSEE CONS RTMT SYS T52389	352,773
FMR LLC & FIL	UNIV OF MS RTRMNT PLAN T52971	99,446
FMR LLC & FIL	VIP III MID CAP PORTFOLIO	100
FMR LLC & FIL	VERIZON SELCT INTL SCAP T52922	80,618
FMR LLC & FIL	VERIZON SLCT INTL SCP T53095	82,367
FMR LLC & FIL	FUND 232	1,267,461
<b>Total</b>	<b>15,091,465</b>	<b>7.15%</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
FMR LLC	No Change
FIL	No change

## 6. Addresses

The addresses of 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 21 January 2011**

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.