

**Securities Markets (Substantial Security Holders) Regulations 2007**

**FORM 3  
(Section 25, Securities Markets Act 1988)**

**DISCLOSURE OF CEASING TO HAVE SUBSTANTIAL HOLDING**

**TO:** NZX Limited

**AND:** Trade Me Group Limited (**TME**)

Date this disclosure made: 21 December 2012

Date last disclosure made 18 December 2012

**Substantial security holder(s) giving disclosure**

Name(s): Fairfax Digital Holdings NZ Limited

Contact details: Gail Hambly  
+61 2 9282 2062  
[ghambly@fairfaxmedia.com.au](mailto:ghambly@fairfaxmedia.com.au)

Date on which substantial security holder(s) ceased to have substantial holding: 21 December 2012

**Summary of previous substantial holding to which disclosure relates**

Class of listed voting securities: Ordinary Shares

Summary for: Fairfax Digital Holdings NZ Limited

For last disclosure:

(a) total number held in class: 201,960,000

(b) total in class: 396,017,568

(c) total percentage held in class: 50.998%

For current holding after ceasing to have substantial holding:

(a) total number held in class: 0

(b) total in class: 396,017,568

(c) total percentage held in class: 0%

### **Details of transaction and events giving rise to person ceasing to have substantial holding**

Details of the transactions or other events requiring disclosure under the instructions to this form: Pursuant to an agreement between Fairfax Digital Holdings NZ Limited and UBS New Zealand Limited dated 15 December 2012, UBS New Zealand Limited agreed to manage and underwrite the sale of Fairfax Digital Holdings NZ Limited's shareholding in TME. As announced to the market on 18 December 2012, the shares were sold at a price of A\$3.05 per share to a range of retail and institutional investors. Settlement of the sale occurred on 21 December 2012.

### **Additional information**

Nature of connection between substantial security holders: N/A

Address(es) of substantial security holder(s): 40 Boulcott Street, Wellington Central, Wellington

Name of any other person believed to have given, or believed to be required to give, a disclosure under the Act in relation to the securities to which this disclosure relates: UBS New Zealand Limited

### **Declaration**

I, Gail Hambly, declare that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.