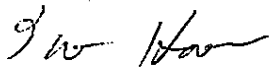


Facsimile Transmission**HYPERION**
ASSET MANAGEMENT

To: Company Announcements Office
Company: ASX
Fax No: 1300 135 638
From: Mr I Harrison
Date: 14 May 2013
Subject: Notice of change in interest of substantial shareholder
Pages (Incl. Cover): 6

Hyperion Asset Management Limited
Level 22
307 Queen Street
Brisbane Qld 4000
GPO Box 1205
Brisbane Qld 4001
Telephone 07 3020 3737
Facsimile 07 3020 3701
www.hyperion.com.au
clientservices@hyperion.com.au

Please find following a Form 604 Notice of change in interest of substantial holder for holdings in Trade Me Group Limited (TME) by Hyperion Asset Management Limited.



Mr I W Harrison
Company Secretary

Disclosure of movement of 1% or more in substantial holding or change in nature of relevant interest or both

Section 23 and 24, Securities Markets Act 1988

To: The New Zealand Stock Exchange

And: Trade Me Group Limited

Date this disclosure made: 14 May 2013

Date last disclosure made: 8 April 2013

Relevant Event being disclosed: Movement of 1% or more in substantial holding

Substantial security holder(s) giving disclosure

Name(s): Hyperion Asset Management Limited

Contact details: Joel Gray Senior Portfolio Manager

Phone: 61 07 3020 3750

E-mail: joel.gray@hyperion.com.au

Summary of substantial holding to which disclosure relates

Class of listed voting securities: Ordinary Share

Summary for: Hyperion Asset Management Limited

For **this** disclosure,—

(a) total number held in class: 45,437,684

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

(c) total percentage held in class: 11.47% (note, relevant interests held by the manager as follows):

For **last** disclosure,—

(c) total number held in class 38,176,143

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

(c) total percentage held in class 9.64% (note, relevant interests held by the manager as follows):

Details of relevant interests currently in substantial holding

Please see Annexure A

Details of transactions and events giving rise to person beginning to have substantial holding

Details of the transactions or other events requiring disclosure under the instructions to this form:

Please see Annexure B

Additional information

Nature of connection between substantial security holders: NA

Address of substantial security holder(s):

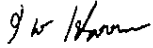
Hyperion Asset Management Limited
Level 22, 307 Queen Street
Brisbane QLD 4000 AUSTRALIA

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:

N/A

Declaration

I, Ian Harrison 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.



Signature

Date 14 May 2013

TME.ASX

Holder of Relevant Interest	Registered Holder of Security	Person entitled to be Registered as Holder	Nature of Relevant Interest	Class and Number of Securities	Personal Votes
Hyperion	JP Morgan Chase Nominees 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 for the disposal of securities	4,096,217 Ordinary Fully Paid	4,096,217
Hyperion	BNP Paribas Australia Ltd < BUSS (QUEENSLAND) BUSS (Queensland) 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 for the disposal of securities	1,522,755 Ordinary Fully Paid	1,522,755
Hyperion	Citicorp Nominees Pty Limited < CBA Officers Superannuation Corp		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 for the disposal of securities	3,205,378 Ordinary Fully Paid	3,205,378
Hyperion	JP Morgan Chase Nominees Pty Ltd < Coal Mining (Long Service Leave) Funding Corporat		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 for the disposal of securities	901,972 Ordinary Fully Paid	901,972
Hyperion	JP Morgan Chase Nominees Pty Ltd < COINVEST Lim 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 for the disposal of securities	688,082 Ordinary Fully Paid	688,082
Hyperion	National Nominees Ltd < Electricity Supply Industry Superannuation (QLD) Ltc		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 for the disposal of securities	2,232,287 Ordinary Fully Paid	2,232,287
Hyperion	Citicorp Nominees Pty Limited < FAWKNER A/C > The Greater Metropolitan Cemeteries 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 for the disposal of securities	197,056 Ordinary Fully Paid	197,056
Hyperion	JP Morgan Chase Nominees Pty Ltd < Health Super P 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 for the disposal of securities	7,835,214 Ordinary Fully Paid	7,835,214
Hyperion	Citicorp Nominees Pty Limited < Hyperion Australian C Hyperion Australian Growth Companies 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 for the disposal of securities	2,533,610 Ordinary Fully Paid	2,533,610
Hyperion	Citicorp Nominees Pty Limited < Hyperion Small Grow Hyperion Small Growth Companies 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 for the disposal of securities	1,430,128 Ordinary Fully Paid	1,430,128
Hyperion	BNP Paribas Australia Ltd < Insurance Commission o Insurance Commission Western Australia		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 for the disposal of securities	1,907,878 Ordinary Fully Paid	1,907,878
Hyperion	JP Morgan Chase Nominees Pty Ltd < Optimix Wholer 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 for the disposal of securities	6,333,568 Ordinary Fully Paid	6,333,568
Hyperion	State Street Australia Pty Ltd < Innova Australian Shar Innova Australian Share 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 for the disposal of securities	200,849 Ordinary Fully Paid	200,849
Hyperion	Citicorp Nominees Pty Limited < KARU A/C > KARU Pty Ltd ATF Murdoch Family Trust No 1		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 for the disposal of securities	28,930 Ordinary Fully Paid	28,930
Hyperion	JP Morgan Chase Nominees Pty Ltd < Local Super SA Statewide Superannuation Pty Ltd - Local Super Divi		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 for the disposal of securities	1,216,580 Ordinary Fully Paid	1,216,580
Hyperion	National Nominees Ltd < Maritime Super Pty Ltd A/C - 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 for the disposal of securities	1,834,229 Ordinary Fully Paid	1,834,229
Hyperion	JP Morgan Chase Nominees Pty Ltd < Meat Industry E Meat Industry Employees' Superannuation Fund Pty		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 for the disposal of securities	733,605 Ordinary Fully Paid	733,605
Hyperion	Citicorp Nominees Pty Limited < Scope Investment Trn Murdoch Investments Pty Ltd ATF The Scope Invest		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 for the disposal of securities	4,807 Ordinary Fully Paid	4,807

Hyperion	National Nominees Ltd < United Super Pty Ltd A/C > United 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 for the disposal of securities	7,848,203 Ordinary Fully Paid	7,848,203
Hyperion	Citicorp Nominees Pty Limited < University of Queensl The University of Queensland	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 for the disposal of securities	423,950 Ordinary Fully Paid	423,950
Hyperion	HYPERION_IMA Hyperion Ast Mgt - Aust Clients	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 for the disposal of securities	85,845 Ordinary Fully Paid	85,845
Hyperion	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 for the disposal of securities	176,541 Ordinary Fully Paid	176,541
				45,437,684

Signed by: g k [signature] This is Annexure "A" of 2 pages

Capacity: Company Secretary Date: 14 May 2013

TME/ASX

HYPERION

ASSET MANAGEMENT

From Date	To Date	Account Code	Person Whose Relevant Interest Changed	Nature of Change	Consideration	Number of Securities
04-Apr-13	10-May-13	AUSCOAL	Auscoal Superannuation Pty Ltd	BUY	2,376,776.54	576,717
04-Apr-13	10-May-13	BUSQ	BUSQ (Queensland) Pty Ltd	BUY	773,684.06	189,593
04-Apr-13	10-May-13	CBASUPER	Commonwealth Bank Officers Superannuation Corporation Pty Ltd <Commonwealth>	BUY	1,911,112.87	458,722
04-Apr-13	10-May-13	COALMINING	Coal Mining (Long Service Leave) Funding Corporation	BUY	559,544.05	133,980
04-Apr-13	10-May-13	COINVEST	CoINVEST Limited	BUY	154,125.98	36,903
04-Apr-13	10-May-13	ESISUPER	Electricity Supply Industry Superannuation (QLD) Ltd <Energy Super>	BUY	911,877.45	220,340
04-Apr-13	10-May-13	FAWKNHAML200	The Greater Metropolitan Cemeteries Trust	BUY	284,691.61	71,899
04-Apr-13	10-May-13	HEALTHSUPER	Health Super Pty Ltd	BUY	4,479,050.87	1,070,437
04-Apr-13	10-May-13	HYPGROWTH	Hyperion Australian Growth Companies Fund	BUY	1,797,244.87	439,553
04-Apr-13	10-May-13	HYPGROWTH	Hyperion Small Growth Companies Fund	BUY	1,081,968.11	258,181
04-Apr-13	10-May-13	ICWA	Insurance Commission Western Australia	BUY	1,102,828.80	269,489
04-Apr-13	10-May-13	INGOPTIMIX	Optimix Wholesale Australian Share Trust	BUY	4,216,231.54	1,020,463
04-Apr-13	10-May-13	INNOVA	Innova Australian Share Fund	BUY	16,379.01	4,185
04-Apr-13	10-May-13	KARUHAMLAE	KARU Pty Ltd ATF Murdoch Family Trust No 1	BUY	21,626.72	5,097
04-Apr-13	10-May-13	LOCALSUPER	Statewide Superannuation Pty Ltd - Local Super Division	BUY	852,807.75	206,791
04-Apr-13	10-May-13	MARITIMESUPER	Maritime Super Pty Ltd	BUY	1,406,109.50	335,350
04-Apr-13	10-May-13	MEATINDUSTRY	Meat Industry Employees' Superannuation Fund Pty Ltd	BUY	535,180.27	130,883
04-Apr-13	10-May-13	MURDSIHAML	Murdoch Investments Pty Ltd ATF The Scope Investment Trust	BUY	3,110.14	733
04-Apr-13	10-May-13	UNITEDSUPER	United Super Pty Ltd	BUY	7,270,769.58	1,760,148
04-Apr-13	10-May-13	UQ	The University of Queensland	BUY	275,799.51	66,937
04-Apr-13	10-May-13		Individually Managed Accounts	BUY	23,659.73	5,760
04-Apr-13	10-May-13	HYPERION_IMA	Hyperion Ast Mgt - Aust Clients	BUY	-7,268.45	-1,900
04-Apr-13	10-May-13	HYPERION_IMA	Hyperion Ast Mgt - Aust Clients	SELL	5,052.26	1,280
					30,052,362.77	7,261,541

This is Annexure "B" of 1 page

Date: 14 May 2013

g w h h h h h

Signed by:

Capacity: Company Secretary