

AUSTRALIAN CAPITAL EQUITY Pty Limited

ABN 88 009 412 328

FACSIMILE TRANSMISSION SHEET

TO: ASX Company Announcements Platform **FROM:** Tony Parker

COMPANY: Australian Stock Exchange Limited **DATE:** 20 September 2010

FAX NUMBER: 1300 135 638 **PAGES:** 8

SUBJECT: Notice of Change of Interests of Substantial Holder for Consolidated Media Holdings Limited (CMJ) ("the Company")

This document and the following pages are intended solely for the named addressee and are confidential. If you have received this document in error, please telephone us and then return it by mail to the address below.

Attached is a Form 604 Notice of of Change of Interests of Substantial Holder for Australian Capital Equity Pty Ltd and others in relation to a relevant interest in the Company.

The change has arisen because the reduction in share capital of the Company as a result of the Company's on-market share buyback disclosed 23 April 2010 has increased the percentage shareholding of the substantial shareholders since the last substantial shareholders notice.

Since the last substantial shareholders notice, there has been no change in the total number of securities in which each substantial holder has a relevant interest.

The securities the subject of the Notice are the same securities the subject of a Notice of Change of Interests of Substantial Holder that was lodged by Seven Group Holdings Ltd dated 16 September 2010.

Yours faithfully

Australian Capital Equity Pty Ltd



TONY PARKER
GENERAL COUNSEL

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Consolidated Media Holdings Limited (CMJ)

ACN/ARSN 009 071 167

1. Details of substantial holder (1)

Name Australian Capital Equity Pty Ltd (ACN 009 412 328) (ACE), Wroxby Pty Ltd (ACN 061 621 921) (Wroxby), North Aston Pty Ltd (ACN 009 387 606) (North Aston), each of the entities listed in Part 1 of Annexure A (ACE Group Entities), Ashblue Holdings Pty Ltd (ACN 066 180 898) (Ashblue), Tiberius Pty Ltd (ACN 066 327 419) (Tiberius), each of the entities listed in Part 2 of Annexure A (Tiberius Group Entities), Mr Kerry Matthew Stokes AC (Stokes) and Kemast Investments Pty Ltd ACN 091 977 847 (Kemast) (Collectively, the Substantial Holders).

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on 14/09/2010

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	137,312,402	22.12% (based on 620,709,233 ordinary shares on issue)	137,312,402	23.3% (based on 588,280,779 ordinary shares on issue)

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	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
14/9/2010	Substantial Holders	Change in relevant interest (calculated as a percentage of issued capital) following decrease in the share capital of CMJ as a result of on-market share buy-back by Consolidated Media Holdings Limited announced on 23 April 2010.	N/A	Nil	Nil

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	Nature of relevant interest (6)	Class and number of securities	Person's votes
North Aston, Wroxby, ACE, ACE Group Entities, Kemast and Stokes	<p>Network Investment Holdings Pty Limited (Network Investment) - 103,912,402 ordinary shares</p> <p>Neweconomy.com.au Nominees Pty Limited (Neweconomy) - 33,400,000 ordinary shares</p>	Network Investment	<p>North Aston and Wroxby's relevant interest arises under s608(1)(b) of the Corporations Act, pursuant to a voting agreement in relation to Seven Group Holdings Limited (SGH) and pursuant to s608(3)(a) being a relevant interest held through a body corporate in which the respective voting power of North Aston and Wroxby is above 20%.</p> <p>SGH has disclosed a change of its interest as a substantial holder of CMJ by Notice of Change of Interests of Substantial Holder dated 16/9/2010.</p> <p>The relevant interest of ACE arises under s608(3)(a) and (b) of the Corporations Act, being a relevant interest held through bodies corporate (North Aston and Wroxby) that ACE controls and through a body corporate, SGH, in which its voting power is above 20%.</p> <p>The relevant interest of each of the ACE Group Entities arises under s608(3)(a) of the Corporations Act, being a relevant interest through a body corporate (SGH) in which their voting power exceeds 20%.</p> <p>The relevant interest of Stokes arises under section 608(3)(b) of the Corporations Act, being a relevant interest held through bodies corporate (North Aston and Wroxby) that he controls.</p> <p>The relevant interest of Kemast arises under 608(3)(a) of the Corporations Act, being a relevant interest through a body corporate (SGH) in which its voting power exceeds 20%.</p> <p>As none of the Substantial Holders is the registered holder of the securities, and they are not presently entitled to be registered as the holder of the securities, their ability to vote or dispose is qualified accordingly.</p>	137,312,402 ordinary shares	137,312,402

Ashblue, Tiberius, Tiberius Group Entities, Kemast and Stokes	Network Investment - 103,912,402 ordinary shares Neweconomy - 33,400,000 ordinary shares	Network Investment	<p>Ashblue's relevant interest arises under s608(1)(b) of the Corporations Act, pursuant to a voting agreement in relation to SGH and section 608(3)(a) being a relevant interest held through a body corporate, SGH, in which the voting power of Ashblue is above 20%.</p> <p>SGH has disclosed a change of its interest as a substantial holder of CMJ by Notice of Change of Interests of Substantial Holder dated 16/9/2010.</p> <p>The relevant interest of Tiberius arises under s608(3)(a) and (b) of the Corporations Act, being a relevant interest held through a body corporate (Ashblue) that Tiberius controls and through a body corporate (SGH) in which its voting power is above 20%.</p> <p>The relevant interest of each of the Tiberius Group Entities arises under s608(3)(a) of the Corporations Act, being a relevant interest through a body corporate (SGH) in which their voting power exceeds 20%.</p> <p>The relevant interest of Stokes arises under section 608(3)(b) of the Corporations Act, being a relevant interest held through a body corporate (Ashblue) that he controls.</p> <p>The relevant interest of Kemast arises under 608(3)(a) of the Corporations Act, being a relevant interest through a body corporate (SGH) in which its voting power exceeds 20%. As none of the Substantial Holders is the registered holder of the securities, and they are not presently entitled to be registered as the holder of the securities, their ability to vote or dispose is qualified accordingly.</p>	137,312,402 ordinary shares	137,312,402
Seven Group Holdings Limited (SGH) and the entities set out in Part 3 Annexure A (SGH Group Entities) (except for Network Investment)	Network Investment - 103,912,402 ordinary shares Neweconomy - 33,400,000 ordinary shares	Network Investment	Each entity is an associate of and/or controls Network Investment and accordingly, has a relevant interest in the same shares as Network Investment under sections 608(3) or 608(3)(b), respectively, of the Corporations Act. (As SGH and the SGH Group Entities other than Network Investment are not the registered holders of the ordinary shares, their ability to vote and dispose of these ordinary shares is qualified accordingly.)	137,312,402 ordinary shares	137,312,402
Network Investment	Neweconomy	Network Investment	Relevant interest under section 608(1)(b) and section 608(1)(c) of the Corporations Act as the beneficial owner. (As Network Investment is not the registered holder of the ordinary shares, its ability to vote and dispose of these ordinary shares is qualified accordingly).	33,400,000 ordinary shares	33,400,000
Network Investment	Network Investment	Network Investment	Relevant Interest under section 608(1) of the Corporations Act as the registered and beneficial holder of shares.	103,912,402 ordinary shares	103,912,402

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
Kemast	Kemast is, from at least 13 May 2010, an associate of North Aston, Ashblue and Wroxby pursuant to section 12(2)(a)(iii) as they are under the common control of Stokes.

6. Addresses

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

Name	Address
ACE, Wroxby, North Aston, ACE Group Entities, Ashblue, Tiberius and Tiberius Group Entities, Kemast	Level 3, 30 Kings Park Road, West Perth, WA 6005
Stokes	c/- Level 3, 30 Kings Park Road, West Perth WA 6005
SGH and SGH Group Entities	As set out in Part 3 of Annexure A.

Signature

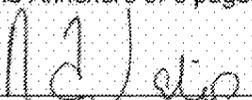
print name Robin Frederick Waters capacity Director/Attorney
 sign here  date 20/09/2010

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 606 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 the Annexure of 3 pages marked "A" referred to in the Form 604 signed by me and dated 20/09/2010.


 Robin Frederick Waters, Director/Attorney

ANNEXURE A

Part 1 ACE Group Entities

ENTITY	ACN
Aceix Pty Ltd	062 387 097
Acevest Pty Ltd	008 063 163
Australian Capital Equity (Entertainment) Pty Ltd	009 288 124
Australian Capital Finance Pty Ltd	006 500 067
Australian Capital Markets Pty Ltd	065 320 041
Binalong Pty Ltd	000 288 099
Candacal Holdings Pty Limited	066 240 806
Cassio Pty Ltd	061 131 959
Comserv (No 1698) Pty Ltd	009 450 462
Erinbol Holdings Pty Limited	065 240 413
Fairburn Nominees Pty Limited	065 339 740
FCP Investments Pty Ltd	065 320 185
Foxington Pty Ltd	009 292 522
Garden Park Equities Pty Ltd	009 342 269
Garden Park Pty Ltd	065 339 924
Iron Ore Holdings Limited	107 492 517
Io Research Pty Ltd	057 711 305
Landfill Gas & Power Pty Ltd	053 919 430
Landfill Gas & Power Holdings Pty Ltd	058 553 478
Mercury Endeavour Pty Ltd	008 317 893
MiraMira Pty Ltd	009 352 310
Nerriga Pty Limited	008 630 155
North Aston Operations Pty Ltd	009 388 489
Pei Iron Ore Pty Ltd	115 362 753
Piccadilly Rise Pty Ltd	065 339 586
Australian Capital Equity (Developments) Pty Ltd	067 587 679
Ranzorex Pty Ltd	061 621 878
Sugase Holdings Pty Ltd	067 611 206
TracerLock Pty Ltd	096 868 653
ACE (Industrial Property) Holdings Pty Ltd	071 106 500
Wavelength Nominees Pty Ltd	065 342 307
West Australian Property Management Pty Ltd	008 727 277
White Corsair Pty Ltd	009 330 545

Part 2

Tiberius Group Entities

ENTITY	ACN
Asiraea Pty Ltd	067 374 430
Asiraea Investment Consultancy (Shanghai) Co Ltd	Incorporated in China
Australian Chinese Capital Investments Ltd	Incorporated in China
Australian Chinese Equity Pty Ltd	067 616 141
Feluga Pty Ltd	009 320 763
Guangzhou Jumbo Advertising Co Ltd	Incorporated in China
Pandina Pty Ltd	068 181 000
Tiberius (Parramatta) Pty Ltd	128 018 682
WEPL Investments Pty Ltd	093 498 116
White City Pty Ltd	061 621 832
Northbank Enterprise Hub Pty Ltd	083 271 625

Part 3**SGH Group Entities**

Entity	ACN
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	128 462 584
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	112 268 445
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 Group Holdings Limited	142 003 469
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	055 640 075
Seven Productions Pty. Limited	091 398 471
Seven Resources Pty. Limited	093 422 032
Seven (WAN) Pty. Limited	122 263 129
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
WesTrac Holdings Pty Limited	009 336 109
Wireless Broadband Australia Limited	008 082 737
Vividwireless Pty Limited	137 696 461

Seven Group Holdings 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
- Wireless Broadband Australia Limited, Ubowireless Pty. Limited, Unwired Australia Pty. Limited, Akal Pty. Limited, Bkal Pty. Limited and Vividwireless Pty Limited: Level 21, 1 Market Street, Sydney NSW 2000

Allight Holdings Pty Ltd	070 926 555
Allight Pty Ltd	053 434 807
Allight USA Inc (incorporated in the USA)	N/a
EMT Group Pty Limited	100 871 592
F.G.W. Pacific Pty Ltd	085 531 353
Liaoning WesTrac Machinery Equipment Limited (incorporated in China)	N/a
Mining Equipment Spares Pty Ltd	133 869 191
National Hire Facilitation Pty Limited	128 890 442
National Hire Group Limited	076 688 938
Sitech (Beijing) Engineering Technology Development Company Limited (incorporated in China)	N/a
Sitech (WA) Pty Ltd	139 286 454
Tianjin WesTrac Machinery Equipment Limited (incorporated in China)	N/a
Weishan (Beijing) Machinery Equipment Ltd (incorporated in China)	N/a
WesTrac (Beijing) Machinery Equipment Limited (incorporated in China)	N/a
WesTrac China Limited (incorporated in Hong Kong)	N/a
WesTrac (China) Machinery Equipment Limited (incorporated in China)	N/a
WesTrac Fleet Pty Ltd	009 413 325
WesTrac Hong Kong Limited (incorporated in Hong Kong)	N/a
WesTrac Inventory Pty Ltd (formerly WesTrac Institute Pty Limited)	094 801 573
WesTrac Pty Ltd	009 342 572

All companies located 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 Autram Street, West Perth, WA, 6005