

# Form 604

Corporations Law  
Section 671B

## Notice of change of interests of substantial holder

To: Company Name/Scheme NINE ENTERTAINMENT CO. HOLDINGS LIMITED

ACN/ARSN 122 203 892

### 1. Details of substantial holder

Name UBS Group AG and its related bodies corporate

ACN/ARSN (if applicable): \_\_\_\_\_

There was a change in the interests of the substantial holder on **25 July 2016**

The previous notice was given to the company on **26 July 2016**

### 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	68,443,066	7.85%	54,635,667	6.27%

### 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
Please see Appendix 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	Person entitled to be registered holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
UBS AG	Various Custodians	UBS AG	Fund Manager with power to exercise control over voting shares	126,931 Ordinary	126,931
UBS Asset Management Trust Company	Various Custodians	UBS Asset Management Trust Company	Fund Manager with power to exercise control over voting shares	21,762 Ordinary	21,762

UBS Asset Management (UK) Limited	Various Custodians	UBS Asset Management (UK) Limited	Fund Manager with power to exercise control over voting shares	53,565 Ordinary	53,565
UBS Fund Management (Switzerland) AG	Various Custodians	UBS Fund Management (Switzerland) AG	Fund Manager with power to exercise control over voting shares	82,766 Ordinary	82,766
UBS AG London Branch	Various Custodians	UBS AG London Branch	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	3,701,514 Ordinary	3,701,514
UBS Securities Australia Ltd	Warbont Nominees Pty Ltd	UBS Securities Australia Ltd	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	45,833,648 Ordinary	45,833,648
	Brispot Nominees Pty Ltd	UBS Securities Australia Ltd	Beneficial Owner	388,404 Ordinary	388,404
UBS Securities LLC	Various Custodians	UBS Securities LLC	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	4,427,077 Ordinary	4,427,077

## 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
N/A	N/A


## 6. Addresses

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

Name	Address
Details of all UBS offices can be found through the following link: <a href="http://apps2.ubs.com/locationfinder/">http://apps2.ubs.com/locationfinder/</a>	

## SIGNATURE

Print Name: Kyu-Ri Kim Capacity: Authorised signatory

Sign Here:  Date: 27 July 2016

Print Name: Serene Peh Capacity: Authorised signatory

Sign Here:  Date: 27 July 2016

Contact details for this notice:

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Serene Peh  
Compliance & Operational Risk Control  
(T) +65 6495 5283  
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Holder of relevant interest	UBS AG, London Branch	UBS Securities Australia Ltd	UBS Securities LLC
Type of agreement	Securities Lending Agreement	Securities Lending Agreement	Securities Lending Agreement
Parties to agreement	(i) UBS AG, London Branch ("UBS AG")/ UBS Limited  (ii) Client (Please refer to Appendix A-1.)	(i) UBS AG, Australia Branch ("UBS AG")/ UBS Securities Australia Limited  (ii) Client (Please refer to Appendix A-1.)	(i) UBS Securities LLC ("UBS Sec LLC")  (ii) Client (Please refer to Appendix A-1.)
Transfer date	Please refer to Appendix A-1.	Please refer to Appendix A-1.	Please refer to Appendix A-1.
Holder of voting rights	UBS AG/ UBS Limited	UBS AG/ UBS Securities Australia Limited	UBS Sec LLC
Are there any restrictions on voting rights?	Please refer to the details below.	Please refer to the details below.	No.
If yes, detail	Since all right and title in the securities passes to the transferee (i.e. UBS AG/ UBS Limited), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).	Since all right and title in the securities passes to the transferee (i.e. UBS AG/ UBS Securities Australia Limited), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).	N/A
Scheduled return date (if any)	None.	None, subject to the terms of the relevant loan.	None unless agreed to by the parties.
Does the borrower have the right to return early?	Yes.	Yes.	Yes. Either party can terminate the loan upon notice unless otherwise agreed.
If yes, detail	The borrower (i.e. UBS AG/ UBS Limited) has the right to return at its discretion subject to the terms of the relevant loan.	The borrower (i.e. UBS AG/ UBS Securities Australia Limited) has the right to return at its discretion.	The borrower (i.e. UBS Sec LLC) has the right to return at its discretion.
Does the lender have the right to recall early?	Yes.	Yes.	Yes. Either party can terminate the loan upon notice unless otherwise agreed.
If yes, detail	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.	The lender has the right to return at its discretion.
Will the securities be returned on settlement?	Yes.	Yes.	Yes (equivalent securities).
If yes, detail any exceptions	None.	None.	None.

The information in this appendix is based on the relevant standard UBS agreement.

A copy of the agreement is available to the company, or responsible entity to whom the prescribed form must be given, or to ASIC, upon request.

**Securities Lending Agreement - UBS AG, London Branch / UBS Limited**

<b>Parties to agreement</b>	<b>Transfer date</b>
Citibank NA as an agent acting on behalf of its clients	(i) 10 September 2015 (ii) 17 June 2016
HSBC Bank Plc as an agent acting on behalf of its clients	(i) 27 August 2015 (ii) 17 June 2016
Securities Finance Trust Company as an agent acting on behalf of its clients	(i) 14 January 2016
The Northern Trust Company as an agent acting on behalf of its clients	(i) 17 June 2016

**Securities Lending Agreement - UBS AG, Australia Branch / UBS Securities Australia Limited**

<b>Parties to agreement</b>	<b>Transfer date</b>
BNP Paribas Securities Services Australia Branch	(i) 27 April 2016 (ii) 11 May 2016 (iii) 17 June 2016 (iv) 27 June 2016 (v) 1 July 2016 (vi) 14 July 2016
Citibank NA as an agent acting on behalf of its clients	(i) 11 December 2015 (ii) 16 December 2015 (iii) 7 January 2016 (iv) 17 June 2016
Macquarie Bank Ltd	(i) 8 September 2015 (ii) 13 November 2015 (iii) 4 February 2016 (iv) 25 February 2016 (v) 14 July 2016 (vi) 15 July 2016 (vii) 19 July 2016 (viii) 21 July 2016 (ix) 22 July 2016
National Australia Bank Limited	(i) 22 June 2016 (ii) 23 June 2016 (iii) 24 June 2016 (iv) 30 June 2016 (v) 1 July 2016 (vi) 22 July 2016

**Securities Lending Agreement - UBS Securities LLC**

<b>Parties to agreement</b>	<b>Transfer date</b>
Barclays Global Investment NA as an agent acting on behalf of its clients	(i) 17 August 2015
The Bank of New York Mellon as an agent acting on behalf of its clients	(i) 9 November 2015 (ii) 12 November 2015 (iii) 22 December 2015
Citibank NA as an agent acting on behalf of its clients	(i) 13 November 2015
The Northern Trust Company as an agent acting on behalf of its clients	(i) 14 January 2016 (ii) 8 July 2016
State Street Bank & Trust Company as an agent acting on behalf of its clients	(i) 11 August 2015 (ii) 25 August 2015 (iii) 27 August 2015 (iv) 5 November 2015

Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
25-Jul-16	UBS Securities Australia Ltd	Buy	24	22	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Buy	6	5	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Buy	29	26	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Buy	14	13	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Buy	14	13	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Sell	14	(13)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Sell	14	(13)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Sell	14	(13)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Sell	71	(65)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Buy	15,009	13,648	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Buy	13,181	11,989	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Sell	11,136	(10,124)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Buy	7,057	6,415	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Sell	2,042	(1,860)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Buy	24,543	22,348	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Sell	67,498	(61,367)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Buy	238,475	216,500	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Sell	13,613	(12,389)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Buy	23,925	21,750	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Sell	117,264	(106,817)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(162,521)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(3,300,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(1,600,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(5,000,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(400,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(420,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(175,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(25,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(50,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(100,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(20,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(10,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(50,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(650,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(880,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(43,922)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(80,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(32,993)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(35,001)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(11,740)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(170,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(565,000)	Ordinary
25-Jul-16	UBS Securities Australia Ltd	Stock returned	N/A	(126,290)	Ordinary