



Fax

31 August 2015

Company Announcement Office
Australian Securities Exchange
1300 135 638

No of pages 8

Dear Sir/Madam

Form 604 - Notice of change of interests of substantial holder - Nine Entertainment Co. Holdings Limited

Attached is a Form 604 - Notice of change of interests of substantial holder in relation to Nine Entertainment Co. Holdings Limited which is lodged on behalf of Oaktree Netherlands Entertainment Holdings B.V. and other persons named as substantial holders in the Form 604.

Yours faithfully

Karen Evans-Cullen, Partner
+61 2 9353 4838
kevans-cullen@claytonutz.com

Enc.
Our ref 838/80166736

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Nine Entertainment Co Holdings Limited ("NEC")

ACN/ARSN 122 203 892

1. Details of substantial holder (1)

Name Oaktree Netherlands Entertainment Holdings B.V., Oaktree Netherlands Entertainment Top Holdings B.V. and OCM Netherlands Global Opportunities Cooperatief U.A. (and the entities listed in Annexure A)

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on 27/08/2015

The previous notice was given to the company on 22/04/2015

The previous notice was dated 22/04/2015

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	61,179,856	6.51% ¹ ¹ based on 940,295,023 NEC shares on issue	69,157,065	7.87% ¹ ¹ based on 890,565,842 NEC 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 changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
14/08/2015	Oaktree Netherlands Entertainment Holdings B.V., Oaktree Netherlands Entertainment Top Holdings B.V. and OCM Netherlands Global Opportunities Cooperatief U.A.	On market purchase	\$1.3742 per Ordinary Share	154,584 Ordinary Shares	0.02%
17/08/2015	As above	As above	\$1.3758 per Ordinary Share	233,653 Ordinary Shares	0.03%
18/08/2015	As above	As above	\$1.4084 per Ordinary Share	780,000 Ordinary Shares	0.08%
21/08/2015	As above	As above	\$1.4349 per Ordinary Share	470,000 Ordinary Shares	0.05%
24/08/2015	As above	As above	\$1.4148 per Ordinary Share	1,500,000 Ordinary Shares	0.17%
25/08/2015	As above	As above	\$1.4018 per Ordinary Share	1,369,292 Ordinary Shares	0.15%
26/08/2015	As above	As above	\$1.4159 per Ordinary Share	500,000 Ordinary Shares	0.06%
27/08/2015	As above	As above	\$1.48 per Ordinary Share	3,000,000 Ordinary Shares	0.33%

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 as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Oaktree Netherlands Entertainment Holdings B.V., Oaktree Netherlands Entertainment Top Holdings B.V. and OCM Netherlands Global Opportunities Cooperatief U.A.	Unknown	Unknown	Oaktree Netherlands Entertainment Holdings B.V. has a relevant interest under section 608(3) of the Corporations Act as it has entered into an agreement to acquire the shares through on market purchase of the shares on the ASX (which has not yet settled) Pursuant to section 608(3)(b) of the Corporations Act 2001(Cth), Oaktree Netherlands Entertainment Top Holdings B.V. and OCM Netherlands Global Opportunities Cooperatief U.A. have a relevant interest in these shares as they have control over	3,000,000 ordinary shares	0.33%
Oaktree Netherlands Entertainment Holdings B.V., Oaktree Netherlands Entertainment Top Holdings B.V. and OCM Netherlands Global Opportunities Cooperatief U.A.	Oaktree Netherlands Entertainment Holdings B.V.	Oaktree Netherlands Entertainment Holdings B.V.	Oaktree Netherlands Entertainment Holdings B.V. has a relevant interest pursuant to section 608(1)(a) of the Corporations Act as holder of the securities. Pursuant to section 608(3)(b) of the Corporations Act 2001(Cth), Oaktree Netherlands Entertainment Top Holdings B.V. and OCM Netherlands Global Opportunities Cooperatief U.A. have a relevant interest in these shares as they have control over Oaktree Netherlands Entertainment Holdings B.V.	56,157,065 ordinary shares	7.35 %

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 (8) with, the substantial holder in relation to voting interests in the company or scheme are as follows:


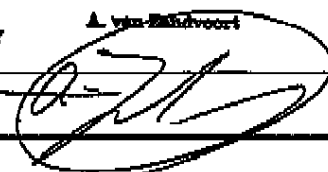
Name and ACN/ARSN (if applicable)	Nature of association
N/A	

B. Addresses

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

Name	Address
Oaktree Netherlands Entertainment B.V.	Barbara Strozilaan 201, 1083 HN, Amsterdam, The Netherlands
Oaktree Netherlands Entertainment Top Holdings B.V.	Barbara Strozilaan 201, 1083 HN, Amsterdam, The Netherlands
OCM Netherlands Global Opportunities Cooperatief U.A.	Barbara Strozilaan 201, 1083 HN, Amsterdam, The Netherlands
See Annexure A	See Annexure A

Signature

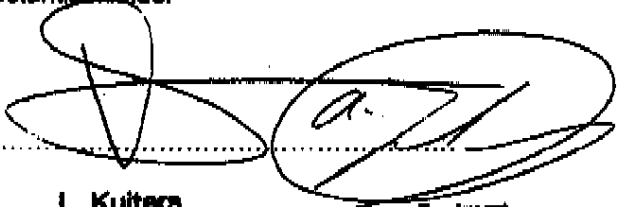
print name L. Kuiters ^{▲ via e-mailvoort} capacity
 sign here   date 31/08/2015

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 8 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 608 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 the accuracy of the details.
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting power or disposition 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 acquisition, 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.

Annexure "A"

This is the annexure "A" of 4 pages mentioned in the Form 804 Notice of Change of Interests of Substantial Holder

Signature: 

Name: **L. Kuiters** **A. van Zandvoort**
Managing Director

Position:

Date: 31 August 2015

Annexure A - List of Associates**1 - Associates**

Name	Nature of association
Members¹	
Oaktree Opportunities Fund VIIIb, L.P.	Member of OCM Netherlands Global Opportunities Cooperatief U.A.
Oaktree Opportunities Fund VIIIb (Parallel), L.P.	Member of OCM Netherlands Global Opportunities Cooperatief U.A.
Oaktree Value Opportunities Fund, L.P.	Member of OCM Netherlands Global Opportunities Cooperatief U.A.
Control Persons²	
Oaktree Capital Management, L.P.	Solely in its capacity as investment manager of OCM Opportunities Fund VII, L.P.; OCM Opportunities Fund VIII, L.P.; OCM Opportunities Fund VIII (Parallel), L.P.; Oaktree Opportunities Fund VIII, L.P.; Oaktree Opportunities Fund VIII (Parallel) L.P.; Oaktree Opportunities Fund VIII (Parallel 2), L.P.; Oaktree Huntington Investment Fund, L.P.; Oaktree Opportunities Fund VIIIb, L.P.; Oaktree Opportunities Fund VIIIb (Parallel), L.P.; and Oaktree Value Opportunities Fund, L.P.
Oaktree Opportunities Fund VIIIb GP, L.P.	Solely in its capacity as general partner of Oaktree Opportunities Fund VIIIb, L.P. and Oaktree Opportunities Fund VIIIb (Parallel), L.P.
Oaktree Opportunities Fund VIIIb GP Ltd.	Solely in its capacity as general partner of Oaktree Opportunities Fund VIIIb GP, L.P.
Oaktree Value Opportunities Fund GP, L.P.	Solely in its capacity as general partner of Oaktree Value Opportunities Fund, L.P.
Oaktree Value Opportunities Fund GP Ltd.	Solely in its capacity as general partner of Oaktree Value Opportunities Fund GP, L.P.
Oaktree Fund GP I, L.P.	Solely in its capacity as sole shareholder of OCM Opportunities Fund VII GP Ltd.; Oaktree Opportunities Fund VIIIb GP Ltd.; and Oaktree Value Opportunities Fund GP Ltd.
Oaktree Capital I, L.P.	Solely in its capacity as general partner of Oaktree Fund GP I, L.P.
OCM Holdings I, LLC	Solely in its capacity as general partner of Oaktree Capital I, L.P.

¹ Members have ultimate beneficial ownership of the ordinary shares of NEC held by Oaktree Netherlands Entertainment Holdings B.V.

² Control Persons may be deemed to exercise indirect control over the vote and disposition of the ordinary shares of NEC held by Oaktree Netherlands Entertainment Holdings B.V.; however, they have no beneficial ownership interest therein and expressly disclaim any such interest that may be deemed to exist by virtue of them being included in this notice.

Name	Nature of association
Oaktree Holdings, LLC	Solely in its capacity as managing member of OCM Holdings I, LLC
Oaktree Holdings, Inc.	Solely in its capacity as general partner of Oaktree Capital Management, L.P.
Oaktree Capital Group, LLC	Solely in its capacity as managing member of Oaktree Holdings, LLC and sole shareholder of Oaktree Holdings Inc.
Oaktree Capital Group Holdings GP, LLC	Solely in its capacity as duly elected manager of Oaktree Capital Group, LLC

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Name	Address
OCM Opportunities Fund VII, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
OCM Opportunities Fund VII GP, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
OCM Opportunities Fund VII GP Ltd.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
OCM Opportunities Fund VIIb, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
OCM Opportunities Fund VIIb (Parallel), L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
OCM Opportunities Fund VIIb GP, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
OCM Opportunities Fund VIIb GP Ltd.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Opportunities Fund VIII, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA

Oaktree Opportunities Fund VIII (Parallel), L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktrees Opportunities Fund VIII GP, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Opportunities Fund VIII GP Ltd.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Huntington Investment Fund, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Huntington Investment Fund GP, L.P.	c/o Oaktrees Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Huntington Investment Fund GP Ltd.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Opportunities Fund VIIIb, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Opportunities Fund VIIIb (Parallel), L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Opportunities Fund VIIIb GP, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Opportunities Fund VIIIb GP Ltd.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Value Opportunities Fund, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Value Opportunities Fund GP, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Value Opportunities Fund GP Ltd.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA

Oaktree Fund GPI, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Capital I, L.P.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
OCM Holdings I, LLC	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Holdings, LLC	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Capital Group, LLC	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Capital Group Holdings GP, LLC	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Holdings, Inc.	c/o Oaktree Capital Management, L.P. 333 S. Grand Avenue, 2th Floor Los Angeles, CA 90071 USA
Oaktree Capital Management, L.P.	333 S. Grand Avenue, 28th Floor Los Angeles, CA 90071 USA