

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

1. Details of substantial holder (1)

Name **Prudential plc
Prudential Pensions Limited
Prudential Assurance Company Limited
Eastspring Investments (Luxembourg) S.A.
Eastspring Investments (Singapore) Limited**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **16 January 2017**
The previous notice was given to the company on **27 April 2016**
The previous notice was dated **27 April 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 Security (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
NPV Shares	72,339,739	8.27%	81,032,247	9.29%

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
	Prudential plc Prudential Pensions Limited				
	Prudential Assurance Company Limited	PLEASE SEE ANNEX 1 (Below)			
	Eastspring Investments (Luxembourg) S.A. Eastspring Investments (Singapore) Limited				

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)	Class and number of securities
EASTSPRING INV ASIA PACIFIC EQ	Eastspring Investments (Luxembourg) S.A.	Eastspring Investments (Luxembourg) S.A.	16,541,698
ESIN-DEVELOPED ASIA EQUITY FD	Eastspring Investments (Luxembourg) S.A.	Eastspring Investments (Luxembourg) S.A.	21,038,272
EASTSPRING INV WORLD VALUE AP	Eastspring Investments (Luxembourg) S.A.	Eastspring Investments (Luxembourg) S.A.	149,023
EASTSPRING INV ASIAPAC EQ MY	Eastspring Investments (Singapore) Limited	Eastspring Investments (Singapore) Limited	176,271
M&G PP PACIFIC BASIN PF	Prudential Pensions Limited	Prudential Pensions Limited	1,035,795
PRUDENTIAL LIFE MANAGED OB	Prudential Assurance Company Limited	Prudential Assurance Company Limited	38,183,684
PRUDENTIAL PACIFIC MKTS TRUST	Eastspring Investments (Singapore) Limited	Eastspring Investments (Singapore) Limited	3,907,504

5. Changes in association

The persons who have been 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 CAN/ARSN (if applicable)	Nature of association

6. Addresses

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

Name	Address
Prudential plc	Laurence Pountney Hill, London EC4R 0HH, England
Eastspring Investments (Luxembourg) S.A.	10 Marina Boulevard #32-01, Marina Bay Financial Centre Tower 2, Singapore 018983
Eastspring Investments (Singapore) Limited	10 Marina Boulevard #32-01, Marina Bay Financial Centre Tower 2, Singapore 018983
Prudential Pensions Limited	Laurence Pountney Hill, London EC4R 0HH, England
Prudential Assurance Company Limited	Laurence Pountney Hill, London EC4R 0HH, England

Signature

print name **John Baker**

capacity **Shareholder Disclosures Analyst**

sign here **John Baker**

Date: **17 January 2017**

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 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Law.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Law.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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 Law.

- (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) 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 of 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.

Annex 1: Transactions 27 April 2016 – 16 January 2017

Holder of Relevant Interest	Date	Consideration (9) (Cash)	Class and number of Securities
CF PRUDENTIAL PACIFIC MKTS TST	09-May-16	1.24	71,891
CF PRUDENTIAL PACIFIC MKTS TST	26-May-16	1.19	40,487
CF PRUDENTIAL PACIFIC MKTS TST	22-Jun-16	1.07	79,923
CF PRUDENTIAL PACIFIC MKTS TST	30-Jun-16	1.05	-128,625
EASTSPRING INV ASIAPAC EQ MY	28-Apr-16	1.1198	167,540
EASTSPRING INV ASIAPAC EQ MY	09-May-16	1.244698	2,486
EASTSPRING INV ASIAPAC EQ MY	09-May-16	1.2447	584,934
EASTSPRING INV ASIAPAC EQ MY	16-May-16	1.2372	343,150
EASTSPRING INV ASIAPAC EQ MY	23-May-16	1.2136	168,706
EASTSPRING INV ASIAPAC EQ MY	26-May-16	1.1939	208,640
EASTSPRING INV ASIAPAC EQ MY	07-Jun-16	1.175599	-2,545
EASTSPRING INV ASIAPAC EQ MY	27-Jun-16	1.03	-3,746,201
EASTSPRING INV ASIAPAC EQ MY	12-Dec-16	1.025	45,434
EASTSPRING INV ASIAPAC EQ MY	12-Dec-16	1.025	833,609
EASTSPRING INV ASIAPAC EQ MY	12-Dec-16	1.025023	221
EASTSPRING INV ASIAPAC EQ MY	12-Dec-16	1.025	10,764
EASTSPRING INV ASIAPAC EQ MY	12-Dec-16	1.025027	183
EASTSPRING INV ASIAPAC EQ MY	13-Dec-16	1.025	1,074,931
EASTSPRING INV ASIAPAC EQ MY	14-Dec-16	1.03	416,249
EASTSPRING INV ASIAPAC EQ MY	03-Jan-17	1.0603	189,589
EASTSPRING INV ASIAPAC EQ MY	16-Jan-17	1.1095	426,307
EASTSPRING INV WORLD VALUE AP	06-May-16	1.195003	1,439
EASTSPRING INV WORLD VALUE AP	22-Jun-16	1.066001	1,648
EASTSPRING INV WORLD VALUE AP	22-Dec-16	1.0458	26,045
ESIN-DEVELOPED AND EMERGING AS	25-May-16	1.1843	88,787
ESIN-DEVELOPED AND EMERGING AS	27-May-16	1.1881	319,908
ESIN-DEVELOPED AND EMERGING AS	27-Jun-16	1.03	3,746,201
M&G PP PACIFIC BASIN PF	09-May-16	1.24	25,966
M&G PP PACIFIC BASIN PF	26-May-16	1.19	10,670
M&G PP PACIFIC BASIN PF	06-Jun-16	1.18	-92,768
M&G PP PACIFIC BASIN PF	22-Jun-16	1.07	16,751
M&G PP PACIFIC BASIN PF	13-Jan-17	1.09	121,169
PAC (EX SAL ANNUITY FUND)	16-May-16	1.25	-269,269
PAC (EX SAL ANNUITY FUND)	25-May-16	1.18	43,129
PAC (EX SAL ANNUITY FUND)	30-May-16	1.20	18
PAC (EX SAL ANNUITY FUND)	30-May-16	1.20	1,630
PAC (EX SAL ANNUITY FUND)	30-May-16	1.20	3,104
PAC (EX SAL ANNUITY FUND)	30-May-16	1.20	8,112
PAC (EX SAL ANNUITY FUND)	30-May-16	1.21	202,883
PAC (EX SAL ANNUITY FUND)	30-May-16	1.20	263,430
PAC (EX SAL ANNUITY FUND)	31-May-16	1.20	20,288
PAC (EX SAL ANNUITY FUND)	31-May-16	1.21	136,160
PAC (EX SAL ANNUITY FUND)	21-Jun-16	1.08	-209,862
PRUDENTIAL LIFE MANAGED OB	16-May-16	1.25	272,479
PRUDENTIAL LIFE MANAGED OB	25-May-16	1.18	504,436
PRUDENTIAL LIFE MANAGED OB	30-May-16	1.2	72
PRUDENTIAL LIFE MANAGED OB	30-May-16	1.2	6,405
PRUDENTIAL LIFE MANAGED OB	30-May-16	1.2	12,195
PRUDENTIAL LIFE MANAGED OB	30-May-16	1.2	31,870
PRUDENTIAL LIFE MANAGED OB	30-May-16	1.21	797,117
PRUDENTIAL LIFE MANAGED OB	30-May-16	1.2	1,035,006
PRUDENTIAL LIFE MANAGED OB	31-May-16	1.20	79,712
PRUDENTIAL LIFE MANAGED OB	31-May-16	1.21	534,967
SCOTTISH AMICABLE CAPITAL FUND	25-May-16	1.18	8,587
SCOTTISH AMICABLE CAPITAL FUND	03-Jun-16	1.18	156,550

