



Notice of Status of Defeating Conditions under Section 630(3) of the Corporations Act 2001 (Cth)

TO: Macquarie Media Limited ABN 32 063 906 927
ASX Limited ABN 98 008 624 691

This notice is given by Fairfax Media Limited ABN 15 008 663 161 (**Nine Bidder**) in relation to the offers made under its takeover bid for all of the ordinary shares in Macquarie Media Limited (**MRN**) and contained in its bidder's statement dated 30 August 2019 (**Bidder's Statement**). Terms defined in the Bidder's Statement have the same meaning when used in this notice.

In accordance with section 630(3) of the Corporations Act 2001 (Cth), Nine Bidder gives notice that:

- (a) Nine Bidder has not declared the Offers made by it under its off-market takeover bid to acquire ordinary shares in MRN free from the conditions set out in section 7.12 of the Bidder's Statement;
- (b) so far as Nine Bidder is aware, only the Defeating Conditions set out in sections 7.12(c) (no prescribed occurrences between announcement and service) and 7.12(h) (deed of restraint) of the Bidder's Statement have been fulfilled at the time of giving this notice; and
- (c) as at the date of this notice, Nine Bidder's voting power in MRN is 89.18%, comprising 152,683,159 MRN Shares out of a total of 171,204,556 MRN Shares presently on issue.

For further information regarding the offer, please refer to the Bidder's Statement which was sent to MRN shareholders in September 2019 and is available on the ASX. Please call the Offer Information Line on 1800 992 145 (within Australia) or +61 1800 992 145 (from outside Australia) if you require further information or assistance.

Dated: 4 October 2019

Signed for and on behalf of Nine Bidder.

A handwritten signature in black ink, appearing to read "Rachel Launders", written over a horizontal line.

Rachel Launders
Company Secretary
Fairfax Media Limited