

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

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

ACN/ARSN ACN 122 203 892

1. Details of substantial holder (1)

Name The individuals and entities named in Annexure A (each a "Substantial Holder" and collectively the "Substantial Holders")

ACN/ARSN (if applicable) _____

The holder became a substantial holder on 23/06/2015

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Fully paid ordinary shares ("Shares")	46,113,776	46,113,776	5.08% (based on 906,876,839 Shares on issue)

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
See Annexure A		

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
See Annexure A			

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
See Annexure B				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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

7. Addresses

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

Name	Address
Each Substantial Holder	c/o Silver Point Capital, L.P., Two Greenwich Plaza, Greenwich, CT USA 06830

Signature

Signed on behalf of the Substantial Holders

Edward A. Mulé

Authorized Signatory

print name

capacity Authorised signatory

sign here



date 25/6/15

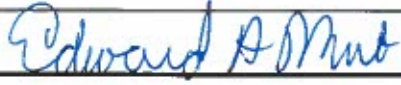
DIRECTIONS

- (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 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 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 Act 2001.
- (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, moneys 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.

Annexure A

This is Annexure A of 1 page referred to in the accompanying Form 603.


Signed on behalf of the Substantial Holders

print name	Edward A. Mulé Authorized Signatory	Capacity	Authorised signatory
sign here		date	25/6/15

Name of Substantial Holder	Relevant information (as at 23 June 2015)
Silver Point Capital Fund, L.P. (incorporated in Delaware, USA) ("Onshore Fund")	Onshore Fund has a relevant interest in 18,139,047 Shares, either under s608(1)(a) of the <i>Corporations Act 2001</i> (Cth) (" Corporations Act ") by reason of being the registered holder of Shares or under s608(1)(b) of the <i>Corporations Act</i> (power to control disposal of securities) by reason of being the purchaser of Shares pursuant to on-market trades that have yet to settle.
Silver Point Capital Offshore Master Fund, L.P. (incorporated in Cayman Islands) ("Offshore Fund")	Offshore Fund has a relevant interest in 27,974,729 Shares, either under s608(1)(a) of the <i>Corporations Act 2001</i> (Cth) (" Corporations Act ") by reason of being the registered holder of Shares or under s608(1)(b) of the <i>Corporations Act</i> (power to control disposal of securities) by reason of being the purchaser of Shares pursuant to on-market trades that have yet to settle.
Silver Point Capital, L.P. (incorporated in Delaware, USA) ("Silver Point")	Silver Point is the investment manager of the Onshore Fund and Offshore Fund, and has a relevant interest in the 46,113,776 Shares which are collectively held by them. The relevant interest arises under s608(1)(b) (power to control disposal of securities) and s608(1)(c) (power to control exercise of voting rights attached to securities) of the <i>Corporations Act</i> .
Silver Point Capital Management, LLC (incorporated in Delaware, USA) ("Silver Point Capital Management")	Silver Point Capital Management is the General Partner of Silver Point and has a relevant interest in 46,113,776 Shares under s608(3)(b) of the <i>Corporations Act</i> as it controls Silver Point.
Silver Point Capital General Partner, LLC (incorporated in Delaware, LLC) ("Silver Point Capital General Partner")	Silver Point Capital General Partner is the General Partner of Onshore Fund and has a relevant interest in the 18,139,047 Shares held by Onshore Fund under s608(3)(b) of the <i>Corporations Act</i> as it controls Onshore Fund.
Silver Point Partners, LLC (incorporated in Delaware, USA) ("Silver Point Partners")	Silver Point Partners is the Managing Member of Silver Point Capital General Partner and has a relevant interest in 18,139,047 Shares under s608(3)(b) of the <i>Corporations Act</i> as it controls Silver Point Capital General Partner.
Silver Point Capital Holdings, LLC (incorporated in Delaware) ("Silver Point Capital Holdings")	Silver Point Capital Holdings is the Managing Member of Silver Point Partners and has a relevant interest in 18,139,047 Shares under s608(3)(b) of the <i>Corporations Act</i> as it controls Silver Point Partners.
Silver Point Capital Offshore General Partner, LLC (incorporated in Delaware, USA) ("Silver Point Capital Offshore General Partner")	Silver Point Capital Offshore General Partner is the General Partner of Offshore Fund and has a relevant interest in the 27,974,729 Shares held by Offshore Fund under s608(3)(b) of the <i>Corporations Act</i> as it controls Offshore Fund.
Silver Point Partners II, LLC (incorporated in Delaware, USA) ("Silver Point Partners II")	Silver Point Partners II is the Managing Member of Silver Point Capital Offshore General Partner and has a relevant interest in 27,974,729 Shares under s608(3)(b) of the <i>Corporations Act</i> as it controls Silver Point Capital Offshore General Partner.
Edward A. Mulé ("Mr Mulé")	Mr Mulé is the Managing Member of Silver Point Capital Holdings, Silver Point Capital Management and Silver Point Partners II and has a relevant interest in the Shares in which those entities have a relevant interest, being 46,113,776 Shares in aggregate. The relevant interest arises under s608(3)(b) of the <i>Corporations Act</i> as Mr Mulé controls each of those entities.

Annexure B

This is Annexure B of 1 page referred to in the accompanying Form 603.

Signed on behalf of the Substantial Holders			
Edward A. Mulé			
print name	Authorized Signatory	Capacity	Authorised signatory
sign here		date	25/6/15

Nature of acquisition	Purchaser	Trade date	Settlement date	Number of Shares	A\$ cash consideration
On-market purchase	Silver Point Capital Fund, L.P. (incorporated in Delaware, USA) ("Onshore Fund")	10 June 2015	15 June 2015	4,491,795	A\$7,618,982.68
On-market purchase	Onshore Fund	18 June 2015	23 June 2015	975,000	A\$1,543,815.00
On-market purchase	Onshore Fund	19 June 2015	24 June 2015	312,000	A\$492,148.80
On-market purchase	Onshore Fund	22 June 2015	25 June 2015	487,500	A\$767,520.00
On-market purchase	Onshore Fund	23 June 2016	26 June 2015	585,000	A\$937,111.50
On-market purchase	Silver Point Capital Offshore Master Fund, L.P. (incorporated in Cayman Islands) ("Offshore Fund")	10 June 2015	15 June 2015	4,508,205	A\$7,646,817.32
On-market purchase	Offshore Fund	18 June 2015	23 June 2015	1,525,000	A\$2,414,685.00
On-market purchase	Offshore Fund	19 June 2015	24 June 2015	488,000	A\$769,721.20
On-market purchase	Offshore Fund	22 June 2015	25 June 2015	762,500	A\$1,200,480.00
On-market purchase	Offshore Fund	23 June 2016	26 June 2015	915,000	A\$1,465,738.50