



Investment
Management

19 October 2017

Company Announcements Platform
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam,

Notice of change of interests of substantial holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Change of Interests of Substantial Holder (Form 604) in respect of Nine Entertainment Co. Holdings Ltd (NEC).

Yours faithfully,

A handwritten signature in cursive script, appearing to read 'Joanne Hawkins'.

Joanne Hawkins
Company Secretary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme NINE ENTERTAINMENT CO. HOLDINGS LTD (NEC)

ACN/ARSN ACN 122 203 892

1. Details of substantial holder(1)

Name BT INVESTMENT MANAGEMENT LIMITED (BTT)

ACN/ARSN (if applicable) ACN 126 385 822

There was a change in the interests of the substantial holder on 17/10/2017

The previous notice was given to the company on 30/08/2017

The previous notice was dated 28/08/2017

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 in 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 SHARES	76,749,641	8.81%	86,377,664	9.91%

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
17/10/2017	BTT & its Associates, BT Investment Management (Fund Services) Limited, BT Investment Management (Institutional) Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

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
BT Investment Management (Fund Services) Limited *	HSBC Custody Nominees (Australia) Limited UBS Wealth Management	HSBC Custody Nominees (Australia) Limited. UBS Wealth Management	BT Investment Management (Fund Services) Limited is the trustee or responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	41,052,814 Ordinary	41,052,814
BT Investment Management (Institutional) Limited	Australia and New Zealand Banking Group HSBC Custody Nominees (Australia) Limited National Australia Bank Limited National Custodian Nominees BNP Fund Services Australasia Pty Limited Citicorp Nominees Pty Limited JP Morgan Chase Bank Permanent Trustee Australia Limited State Street Australia Limited	Australia and New Zealand Banking Group HSBC Custody Nominees (Australia) Limited National Australia Bank Limited National Custodian Nominees BNP Fund Services Australasia Pty Limited Citicorp Nominees Pty Limited JP Morgan Chase Bank Permanent Trustee Australia Limited State Street Australia Limited	BT Investment Management (Institutional) Limited is the investment manager appointed by various superannuation funds, institutional investors and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares..	45,324,850 Ordinary	45,324,850

* BT Investment Management (Fund Services) Limited has appointed BT Investment Management (Institutional) Limited to act as the investment manager of the trusts of which it is responsible entity, giving BT Investment Management (Institutional) Limited the capacity to exercise the power to vote or dispose of the shares. BT Investment (Institutional) Limited therefore also has a relevant interest in shares in which BT Investment Management (Fund Services) Limited has a relevant interest.

5. Changes in association

The persons who have become associates (2) of, or 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

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. 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 6 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 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 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.

- (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 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.
- (8) If the substantial holder is unable to determine the identity of the person (e.g. if the relevant interest arises because of an option) write “unknown”.
- (9) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.

ANNEXURE A

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for BT Investment Management Limited ACN 126 385 822

Joanne Hawkins – Company Secretary, BT Investment Management Limited - 19/10/2017

TRANSACTION HISTORY

Sales & Purchases for the period : 29/08/2017 to 17/10/2017

SECURITY: NEC

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
30/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	210,523	284,206.05	Ordinary	210,523
30/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	577,097	779,080.95	Ordinary	577,097
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	954,038	1,287,951.30	Ordinary	954,038
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	213,256	287,895.60	Ordinary	213,256
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	355,776	466,066.56	Ordinary	355,776
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	237,098	320,082.30	Ordinary	237,098
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	111,790	146,444.90	Ordinary	111,790
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	67,009	90,462.15	Ordinary	67,009
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	100,346	130,449.80	Ordinary	100,346
7/09/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-447,177	-617,104.26	Ordinary	447,177
6/10/2017	HSBC Custody Nominees (Australia) Limited.	Buy	421,275	547,657.50	Ordinary	421,275
6/10/2017	HSBC Custody Nominees (Australia) Limited.	Buy	431,038	560,349.40	Ordinary	431,038
12/10/2017	HSBC Custody Nominees (Australia) Limited.	Buy	178,950	261,267.00	Ordinary	178,950
13/10/2017	HSBC Custody Nominees (Australia) Limited.	Buy	1,198,000	1,797,000.00	Ordinary	1,198,000
13/10/2017	HSBC Custody Nominees (Australia) Limited.	Buy	9,899	14,551.53	Ordinary	9,899
17/10/2017	HSBC Custody Nominees (Australia) Limited.	Buy	550,188	825,282.00	Ordinary	550,188
	Total		5,169,106	7,181,642.78		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
18/09/2017	UBS Wealth Management	Sell	-84,069	-123,581.43	Ordinary	84,069
18/09/2017	UBS Wealth Management	Sell	-162,507	-238,885.29	Ordinary	162,507
18/09/2017	UBS Wealth Management	Sell	-23,681	-34,811.07	Ordinary	23,681
19/09/2017	UBS Wealth Management	Sell	-20,204	-29,699.88	Ordinary	20,204
19/09/2017	UBS Wealth Management	Sell	-161,685	-237,676.95	Ordinary	161,685
	Total		-452,146	-664,654.62		

BT Investment Management (Fund Services) Limited Total : 4,716,960 6,516,988.16

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
31/08/2017	Australia and New Zealand Banking Group Limited	Buy	13,087	17,143.97	Ordinary	13,087
31/08/2017	Australia and New Zealand Banking Group Limited	Buy	7,845	10,590.75	Ordinary	7,845
6/10/2017	Australia and New Zealand Banking Group Limited	Buy	15,705	20,416.50	Ordinary	15,705
6/10/2017	Australia and New Zealand Banking Group Limited	Buy	16,068	20,888.40	Ordinary	16,068
17/10/2017	Australia and New Zealand Banking Group Limited	Buy	23,604	35,406.00	Ordinary	23,604
	Total		76,309	104,445.62		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	6,276	8,472.60	Ordinary	6,276
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	34,912	47,131.20	Ordinary	34,912
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	58,245	76,300.95	Ordinary	58,245
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	53,948	72,829.80	Ordinary	53,948
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	506,953	684,386.55	Ordinary	506,953
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	3,293	4,445.55	Ordinary	3,293
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	60,025	81,033.75	Ordinary	60,025
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	269,498	363,822.30	Ordinary	269,498
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	539,456	728,265.60	Ordinary	539,456
31/08/2017	HSBC Custody Nominees (Australia) Limited.	Buy	83,810	113,143.50	Ordinary	83,810
6/10/2017	HSBC Custody Nominees (Australia) Limited.	Buy	66,888	86,954.40	Ordinary	66,888
6/10/2017	HSBC Custody Nominees (Australia) Limited.	Buy	68,439	88,970.70	Ordinary	68,439
16/10/2017	HSBC Custody Nominees (Australia) Limited.	Sell	-1,870	-2,805.00	Ordinary	-1,870
17/10/2017	HSBC Custody Nominees (Australia) Limited.	Buy	93,768	140,652.00	Ordinary	93,768
	Total		1,843,641	2,493,603.90		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
31/08/2017	National Australia Bank Limited	Buy	36,772	49,642.20	Ordinary	36,772
31/08/2017	National Australia Bank Limited	Buy	508,180	686,043.00		508,180
	Total		544,952	735,685.20		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
31/08/2017	BNP Fund Services Australasia Pty Limited	Buy	66,880	90,288.00	Ordinary	8/02/2083
	Total		66,880	90,288.00		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
31/08/2017	Citicorp Nominees Pty Limited	Buy	197,634	266,805.90	Ordinary	5/02/2441
	Total		197,634	266,805.90		

Date	Registered Company	Nature of	Quantity	Consideration	Class of Securities	Person's votes affected
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		Change				
31/08/2017	JP Morgan Chase Bank	Buy	156,048	210,664.80	Ordinary	156,048
31/08/2017	JP Morgan Chase Bank	Buy	440,946	595,277.10	Ordinary	440,946
31/08/2017	JP Morgan Chase Bank	Buy	224,090	302,521.50	Ordinary	224,090
31/08/2017	JP Morgan Chase Bank	Buy	57,962	78,248.70	Ordinary	57,962
Total			879,046	1,186,712.10		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
31/08/2017	National Custodian Nominees	Buy	54,047	72,963.45	Ordinary	54,047
Total			54,047	72,963.45		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
31/08/2017	Permanent Trustee Australia Limited	Buy	20,623	27,841.05	Ordinary	2,392
Total			20,623	27,841.05		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
31/08/2017	State Street Australia Limited	Buy	132,277	173,282.87	Ordinary	132,277
31/08/2017	State Street Australia Limited	Buy	79,288	107,038.80	Ordinary	79,288
31/08/2017	State Street Australia Limited	Buy	53,765	72,582.75	Ordinary	53,765
31/08/2017	State Street Australia Limited	Buy	65,845	86,256.95	Ordinary	65,845
31/08/2017	State Street Australia Limited	Buy	39,469	53,283.15	Ordinary	39,469
31/08/2017	State Street Australia Limited	Buy	26,879	36,286.65	Ordinary	26,879
6/10/2017	State Street Australia Limited	Buy	168,175	218,627.50	Ordinary	168,175
6/10/2017	State Street Australia Limited	Buy	164,366	213,675.80	Ordinary	164,366
6/10/2017	State Street Australia Limited	Buy	83,661	108,759.30	Ordinary	83,661
6/10/2017	State Street Australia Limited	Buy	81,766	106,295.80	Ordinary	81,766
17/10/2017	State Street Australia Limited	Buy	221,923	332,884.50	Ordinary	221,923
17/10/2017	State Street Australia Limited	Buy	110,517	165,775.50	Ordinary	110,517
Total			1,227,931	1,674,749.57		

BT Investment Management (Institutional Limited Total : **4,911,063** **6,653,094.79**