

**FAX COVER SHEET**

DATE: 31 AUGUST 2018	
TO: Market Announcements Office	FROM: RICKY NEWSOME
COMPANY: ASX	T. ROWE PRICE ASSOCIATES, INC.
FAX NUMBER: 61 2 9347 0005	FAX NUMBER: 410-345-2035
PHONE NUMBER:	PHONE NUMBER: 410-345-2306
NUMBER OF PAGES INCLUDING COVER SHEET: 5	

To Whom It May Concern:

See attached **Form 604** for **Ooh Media Ltd**

Please contact me at the above phone number or by email at richard_newsome@troweprice.com if you have any questions.

This form is also being sent to the company.

Regards,

Ricky Newsome
T. Rowe Price Associates, Inc.
Legal Compliance
Phone: (410) 345-2306
Fax: (410) 345-2035

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Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Ooh Media LimitedACN/ARSN 602 195 380**1. Details of substantial holder(1)**Name T. Rowe Price Associates, Inc.

ACN/ARSN (If applicable)

There was a change in the interests of the
substantial holder on 29 / 08 / 2018The previous notice was given to the company on 24 / 08 / 2018The previous notice was dated 22 / 08 / 2018**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 Shares	11,992,011	5.06%	15,096,923	6.37%

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
See Annexure 1					

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
See Annexure 2					

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 (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

6. Addresses

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

Name	Address
T. Rowe Price Associates, Inc.	100 East Pratt Street, Baltimore, MD 21202
T. Rowe Price International Ltd	60 Queen Victoria Street, London, EC4N 4TE, United Kingdom

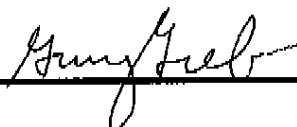
Signature

print name Gary Greb

capacity Vice President

sign here

date 31 / 08 / 2018


DIRECTIONS

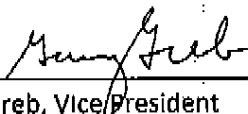
- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially 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 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 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 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 (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 1

<u>Date of Change</u>	<u>Person whose relevant interest changed</u>	<u>Nature of change</u>	<u>Consideration given in relation to change (AUD)</u>		<u>Person's votes affected</u>
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.964	76,302 ordinary shares	76,302
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.989	738,126 ordinary shares	738,126
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.964	62,516 ordinary shares	62,516
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.989	604,766 ordinary shares	604,766
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.964	5,843 ordinary shares	0
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.989	56,524 ordinary shares	0
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.964	3,715 ordinary shares	3,715
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.989	35,942 ordinary shares	35,942
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.964	18,653 ordinary shares	18,653
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.989	180,442 ordinary shares	180,442
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.964	3,341 ordinary shares	3,341
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.989	32,318 ordinary shares	32,318
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.964	50 ordinary shares	50
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.989	485 ordinary shares	485
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.964	10 ordinary shares	10
23-Aug-18	T. Rowe Price International Ltd	Purchase	4.989	95 ordinary shares	95
28-Aug-18	T. Rowe Price International Ltd	Purchase	5.272	288 ordinary shares	0
28-Aug-18	T. Rowe Price International Ltd	Purchase	5.272	190 ordinary shares	190
28-Aug-18	T. Rowe Price International Ltd	Purchase	5.272	1,077 ordinary shares	1,077
28-Aug-18	T. Rowe Price International Ltd	Purchase	5.272	627 ordinary shares	627
29-Aug-18	T. Rowe Price International Ltd	Purchase	5.130	632,562 ordinary shares	632,562
29-Aug-18	T. Rowe Price International Ltd	Purchase	5.130	505,615 ordinary shares	505,615
29-Aug-18	T. Rowe Price International Ltd	Purchase	5.130	47,325 ordinary shares	0
29-Aug-18	T. Rowe Price International Ltd	Purchase	5.130	30,066 ordinary shares	30,066
29-Aug-18	T. Rowe Price International Ltd	Purchase	5.130	150,849 ordinary shares	150,849
29-Aug-18	T. Rowe Price International Ltd	Purchase	5.130	26,683 ordinary shares	26,683
29-Aug-18	T. Rowe Price International Ltd	Purchase	5.130	403 ordinary shares	403
29-Aug-18	T. Rowe Price International Ltd	Purchase	5.130	79 ordinary shares	79

This is annexure 1 referred to on page 1 of Form 604 (Notice of change of interest of substantial holder)



Gary Greb, Vice President

31-Aug-18

Annexure 2

<u>Holder of Relevant Interest</u>	<u>Registered holder of securities</u>	<u>Person entitled to be registered as holder</u>	<u>Nature of relevant interest</u>	<u>Class and number of securities</u>	<u>Person's Votes</u>
T. Rowe Price International Ltd.	Bank of New York Mellon	Bank of New York Mellon	Power to exercise vote and/or dispose of the securities as discretionary investment managers	469,567 ordinary shares	469,567
T. Rowe Price International Ltd.	JP Morgan Chase	JP Morgan Chase	Power to exercise vote and/or dispose of the securities as discretionary investment managers	9,608,352 ordinary shares	9,608,352
T. Rowe Price International Ltd.	National Australia Bank	National Australia Bank	Power to exercise vote and/or dispose of the securities as discretionary investment managers	564,904 ordinary shares	564,904
T. Rowe Price International Ltd.	Northern Trust Company	Northern Trust Company	Power to exercise vote and/or dispose of the securities as discretionary investment managers	4,341,585 ordinary shares	4,341,585
T. Rowe Price International Ltd.	State Street Bank & Trust Co	State Street Bank & Trust Co	Power to exercise vote and/or dispose of the securities as discretionary investment managers	112,515 ordinary shares	112,515

This is annexure 2 referred to on page 1 of Form 604 (Notice of change of interest of substantial holder)



Gary Greb, Vice President

31-Aug-18