Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introd	uced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1	/g/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.
Nam	e of entity	
Ten	Network Holdings Limited (TEN))
ABN	81 327 068	
	01327 000	
We	(the entity) give ASX the following	g information.
Par	t 1 - All'issues	
You i	nust complete the relevant sections (attac	h sheets if there is not enough space).
1	*Class of *securities issued or to be issued	Ordinary shares (New Shares).
2	Number of *securities issued or to be issued (if known) or maximum number which may be issued	TEN has issued 1,149,765,972 ordinary shares pursuant to the terms of the underwritten pro-rata non-renounceable entitlement offer announced to ASX on 6 December 2012. This Appendix 3B updates the approximate number of New Shares to be issued under the Offer specified in the Appendix 3B issued on 6 December 2012.
3	Principal terms of the *securities (eg, if options, exercise price and expiry date; if partly paid *securities, the amount outstanding and due dates for payment; if *convertible securities, the conversion price and dates for conversion)	Fully paid Ordinary shares.

⁺ See chapter 19 for defined terms.

4 Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

Yes, the New Shares rank equally in all respects with the existing fully paid ordinary shares in TEN from the date of allotment.

5 Issue price or consideration

A\$0.20 per share

6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets) Most of the proceeds received from the Offer will be used by TEN to repay TEN's US\$125 million (swapped into A\$210 million) US Private Placement facility due in March 2013, with the remaining proceeds used to fund restructuring costs and fund working capital for general purposes.

7 Dates of entering *securities into uncertificated holdings or despatch of certificates Holding statements for New Shares issued under the institutional component of the Offer were despatched on 18 December 2012.

Holding statements for New Shares issued under the retail component of the Offer were despatched on 29 January 2013.

8 Number and *class of all *securities quoted on ASX (including the securities in clause 2 if applicable)

Number	+Class
2,586,970,845	Fully paid Ordinary shares.
Number	†Class



9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	N/A N/A	
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	There is no change TEN's dividend policy.	
Part	2 - Bonus issue or pro ra	ata issue	
u	Is security holder approval required?	No.	
12	Is the issue renounceable or non-renounceable?	Non-renounceable.	
13	Ratio in which the *securities will be offered	The entitlement ratio is 4 New Shares for every 5 existing Ordinary shares in TEN held at the record date.	
14	[†] Class of [†] securities to which the offer relates	Fully paid Ordinary shares.	
15	⁺ Record date to determine entitlements	7.00pm (Sydney time) 11 December 2012.	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	No.	
17	Policy for deciding entitlements in relation to fractions	Where fractions arose in the calculation of entitlements, they were rounded up to the nearest whole number of New Shares.	
18	Names of countries in which the entity has *security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	For the institutional component of the offer, all countries other than Australia, United States, New Zealand, Hong Kong, Singapore, United Kingdom, France, Germany, Switzerland and Norway and any other jurisdictions in which it is decided to make offers. For the retail component of the Offer, all countries other than Australia and New Zealand.	

⁺ See chapter 19 for defined terms.

19	Closing date for receipt of acceptances or renunciations Names of any underwriters	The Institutional Entitlement Offer closed on 7 December 2012. The Retail Entitlement Offer closed on 18 January 2013. Citigroup Global Markets Australia Pty Limited (ABN 64 003 114 832).
21	Amount of any underwriting fee or commission	An underwriting fee of 2.6% and a management and arranging fee of 0.5% (excluding GST).
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of *security holders	N/A
25	If the issue is contingent on *security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	No prospectus is being prepared. A retail entitlement offer document and entitlement and acceptance form was sent to eligible retail shareholders on 4 January 2013.
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do *security holders sell their entitlements <i>in full</i> through a broker?	N/A

31	<i>part</i> throu	do *security holders sell N/A of their entitlements gh a broker and accept for alance?
32	of the	do ⁺ security holders dispose N/A eir entitlements (except by hrough a broker)?
33	†Des _I	18 December 2012 for the institutional component of the Offer. 29 January 2013 for the retail component of the Offer.
		uotation of securities complete this section if you are applying for quotation of securities
34	Type (tick o	of securities one)
(a)		Securities described in Part 1
(b)		All other securities Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities
		t have ticked box 34(a)
	indicate	securities forming a new class of securities e you are providing the information or
35	N/A	If the *securities are *equity securities, the names of the 20 largest holders of the additional *securities, and the number and percentage of additional **
36	N/A	*securities held by those holders If the *securities are *equity securities, a distribution schedule of the additiona *securities setting out the number of holders in the categories 1 - 1,000 1,001 - 5,000 5,001 - 10,000 10,001 - 100,000 100,001 and over

⁺ See chapter 19 for defined terms.

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38	Number of securities for which [†] quotation is sought	N/A	
39	Class of *securities for which quotation is sought	N/A	
40	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?	N/A	
	If the additional securities do not rank equally, please state: the date from which they do the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment		
41	Reason for request for quotation now	N/A	
	Example: In the case of restricted securities, end of restriction period		
	(if issued upon conversion of another security, clearly identify that other security)		
		L	
		Number	+Class
42	Number and *class of all *securities quoted on ASX (including the securities in clause 38)	N/A	N/A
Quota	ation agreement		

- ⁺Quotation of our additional ⁺securities is in ASX's absolute discretion. ASX 1 may quote the *securities on any conditions it decides.
- We warrant the following to ASX. 2
 - The issue of the *securities to be quoted complies with the law and is not for an illegal purpose.

- There is no reason why those *securities should not be granted *quotation.
- An offer of the *securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any *securities to be quoted and that no-one has any right to return any *securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the *securities be quoted.
- If we are a trust, we warrant that no person has the right to return the
 +securities to be quoted under section 1019B of the Corporations Act at
 the time that we request that the +securities be quoted.
- We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4	We give ASX the information and documents required by this form. If any
•	information or document not available now, will give it to ASX before
	+quotation of the +securities begins. We acknowledge that ASX is relying on
	the information and documents. We warrant that they are (will be) true and
	complete.

Sign here:

[Director/Company secretary]

STEPHEN PARTINGTON

Print name:

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