



MARKET ANNOUNCEMENT

Receipt of Notice under s249D

SYDNEY, 18 February 2013 - APN News & Media Limited [ASX,NZX:APN] advises that it has received a notice under section 249D of the *Corporations Act 2001* (Cth) requesting that APN's directors call and hold a general meeting to consider resolutions for the removal of directors Peter Hunt, Brett Chenoweth, Melinda Conrad, John Harvey, Kevin Luscombe and John Maasland.

APN intends to make a further announcement during the course of the day concerning the potential capital raising and other matters. Until that time, APN remains in a trading halt.

-- ENDS --

For Further Information:
Peter Brookes, Citadel 0407 911 389



Independent News & Media PLC

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APN News & Media Limited
Level 4
100 William Street
Sydney NSW 2011

15 February 2013

For the attention of Mr Peter Hunt, Chairman

Dear Mr Hunt,

Requisition of general meeting - APN Board

Subsidiaries of Independent News & Media PLC (INM) who hold shares in APN News & Media Limited (APN) propose to move resolutions to remove directors of APN at a general meeting which they request the Board of APN to call and arrange to be held.

A notice under section 249D of the *Corporations Act 2001* (Cth) accompanies this letter.

The proposed resolutions are for the removal of the Managing Director and all other Directors other than Messrs Connolly, Crowley, Cosgrove and Harris (to ensure that APN will continue to have a sufficient number of directors).

If all resolutions are passed, INM would expect that the continuing Directors would seek to identify and appoint additional independent Directors who have the skills and commitment to contribute to the Board's consideration of strategies and initiatives to restore value.

This letter and the accompanying notice constitute a notice (on behalf of the INM subsidiaries named in the accompanying notice) under section 203D(2) of the *Corporations Act 2001* (Cth) which APN is required to give to each of the Directors the subject of the resolutions in the attached notice under section 203D(3).

Yours sincerely

Andrew Donagher
Company Secretary

Request that the directors of APN News & Media Limited (ACN 008 637 643) call and arrange to hold a general meeting under section 249D of the Corporations Act

To: APN News & Media Limited ACN 008 637 643 (Company)

Independent News & Media (Australia) Limited ACN 008 637 689 and News & Media NZ Limited (Company number 808344) who are each members of the Company with at least 5% of the votes that may be cast at a general meeting of the Company (being the holders in aggregate of 191,541,073 shares in the Company), give notice and request pursuant to section 249D of the *Corporations Act 2001* (Cth), that the directors of the Company call and arrange to hold a general meeting (the **Meeting**).

Each of the following resolutions is to be proposed at the Meeting as an ordinary resolution:

- 1 "That Mr Brett Chenoweth be removed as a director of the Company, with immediate effect."
- 2 "That Ms Melinda Conrad be removed as a director of the Company, with immediate effect."
- 3 "That Mr John Harvey be removed as a director of the Company, with immediate effect."
- 4 "That Mr Peter Hunt be removed as a director of the Company, with immediate effect."
- 5 "That Mr Kevin Luscombe be removed as a director of the Company, with immediate effect."
- 6 "That Mr John Maasland be removed as a director of the Company, with immediate effect."

Dated: 15 February 2013

Signed by

**INDEPENDENT NEWS & MEDIA
(AUSTRALIA) LIMITED** by:))

Vincent Crowley
.....
Director

VINCENT CROWLEY
Name (BLOCK LETTERS)

**NEWS & MEDIA NEW ZEALAND
LIMITED** by:))

Vincent Crowley
.....
Director

VINCENT CROWLEY
Name (BLOCK LETTERS)

Eamonn O' Kennedy
.....
Director

EAMONN O' KENNEDY
Name (BLOCK LETTERS)

Eamonn O' Kennedy
.....
Director

EAMONN O' KENNEDY
Name (BLOCK LETTERS)