Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

-	_		
10	Company	Name/Scheme	

Seven West Media Limited (SWM)

ACN/ARSN

Name

053 480 845

1. Details of substantial holder (1)

Australian Capital Equity Pty Ltd (ACN 009 412 328) (ACE), Wroxby Pty Ltd (ACN 061 621 921) (Wroxby), North Aston Pty Ltd (ACN 009 387 606) (North Aston), each of the entities listed in Part 1 of Annexure A (ACE Group Entities), Ashblue Holdings Pty Ltd (ACN 068 180 898) (Ashblue), Tiberius Pty Ltd (ACN 066 327 419) (Tiberius), each of the entities listed in Part 2 of Annexure A (Tiberius Group Entities), Mr Kerry Matthew Stokes AC (KM Stokes) and Kemast Investments Pty Ltd ACN 091 977 847 (Kemast) (collectively, the Substantial Holders).

ACN/ARSN (if applicable)

See above

substantial holder on

4/12/2012

The previous notice was given to the company on

20/8/2012

The previous notice was dated

20/8/2012

2. Previous and present voting power

There was a change in the interests of the

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	
Class of securities (4)	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	331,829,178 (KM Stokes)	33.21% (based on 999,160,872 ordinary shares on issue)	352,419,944	35.27% (based on 999,160,872 ordinary shares on issue)
Ordinary shares	331,329,765 (all Substantial Holders except KM Stokes)	33.16% (based on 999,160,872 ordinary shares on issue)	351,876,932	35.22% (based on 999,160,872 ordinary shares on issue)

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
27/8/2012	KM Stokes	Acquisition of shares held in the name of National Australia Trustees Limited (in terms of the Non-Executive Directors Share Plan), on behalf of KM Stokes.	\$1.51 per share	27,219 ordinary shares	27,219

15/11/2012	KM Stokes	Acquisition of shares held in the name of National Australia Trustees Limited (in terms of the Non-Executive Directors Share Plan), on behalf of KM Stokes.	\$1.52 per share	16,380 ordinary shares	16,380
15/11/2012	Substantial Holders	Acquisition of shares on-market by Seven Media Group Pty Limited ACN 116 850 607 (SMG)	\$1.38 per share	1,000,000 ordinary shares	1,000,000
19/11/2012	Substantial Holders	Acquisition of shares on-market by SMG	\$1.46 per share	306,654 crdinary shares	306,654
20/11/2012	Substantial Holders	Acquisition of shares on-market by SMG	\$1.50 per share	1,240,513 ordinary shares	1,240,513
22/11/2012	Substantial Holders	Acquisition of shares on-market by SMG	\$1.53 per share	2,000,000 ordinary shares	2,000,000
3/12/2012	Substantial Holders	Acquisition of shares on-market by SMG	\$1.60 per share	4,000,000 ordinary shares	4,000,000
4/12/2012	Substantial Holders	Acquisition of shares on-market by SMG	\$1.66 per share	12,000,000 ordinary shares	12,000,000
Total					20,590,766

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of	Registered	Person entitled	Nature of	Class and	Person's votes
relevant	holder of	to be registered	relevant	number of	
interest	securities	as holder (8)	interest (6)	securities	
ACE, ACE Group Entitles, Kemast and KM Stokes	ordinary shares, 12,000,000 of which are registered in the name of unknown vendors)	ordinary shares) Network investment Holdings Pty Limited (NIH) (as to 18,173,238 ordinary shares)	i cicvair interest anses under		351,876,932

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	UBS Nominees Pty Limited ACN 001 450 522		its interest as a substantial holder of SWM by Notice of		
	(as to 7,111,267 ordinary shares)		Change of Interests of Substantial Holder dated on or		
			about the date of this Notice.		
			The relevant interest of ACE arises under s608(3)(a) and (b)		
			of the Corporations Act, being a relevant interest held through		
			bodies corporate (North Aston and Wroxby) that ACE controls		
			and through a body corporate, SGH, in which its voting power is		
			above 20%.		
			The relevant interest of each of the ACE Group Entities arises		
			under s608(3)(a) of the Corporations Act, being a		
			relevant interest through a body corporate (SGH) in which their		
			voting power exceeds 20%.		
			The relevant interest of KM Stokes arises under section		
			608(3)(b) of the Corporations Act, being a relevant interest		
			held through bodies corporate (North Aston and Wroxby) that		
			he controls.		
			The relevant interest of Kemast arises under 608(3)(a) of the		
			Corporations Act, being a relevant interest through a body		
**************************************			corporate (SGH) in which its voting power exceeds 20%.		
			As each of the Substantial		
			Holders is not the registered holder of the securifies, and each		
			is not presently entitled to be registered as the holder of the		
			securities, its ability to vote and dispose of these shares is		
	1		qualified accordingly.		
Ashblue, Tiberius,	SMG (as to 333,703,694	ISMG (as to 333 703 694)			
Tiberius Group	ordinary shares,	ordinary shares)		351,876,932 ordinary	351,876,932
	ordinary shares, 12,000,000 of which are registered in the name of	ordinary shares) Network Investment Holdings Pty Limited	under section 608(3)(a) of the Corporations Act being a relevant interest held through a	351,876,932 ordinary shares	351,876,932
Entities, Kemast and	ordinary shares, 12,000,000 of which are registered in the name of unknown vendors)	ordinary shares) Network Investment	under section 608(3)(a) of the Corporations Act being a	351,876,932 ordinary	351,876,932
Entities, Kemast and	ordinary shares, 12,000,000 of which are registered in the name of unknown vendors)	ordinary shares) Network Investment Holdings Pty Limited (NIH)(as to 18,173,238	under section 608(3)(a) of the Corporations Act being a relevant interest held through a body corporate, SGH, in which the voting power of Ashblue is above 20%.	351,876,932 ordinary	351,876,932
Entities, Kemast and	ordinary shares, 12,000,000 of which are registered in the name of unknown vendors) NewEconomy.com.au Nominees Pty Limited	ordinary shares) Network Investment Holdings Pty Limited (NIH)(as to 18,173,238	under section 608(3)(a) of the Corporations Act being a relevant interest held through a body corporate, SGH, in which the voting power of Ashblue is above 20%. SGH has disclosed a change of its interest as a substantial	351,876,932 ordinary	351,876,932
Entities, Kemast and	ordinary shares, 12,000,000 of which are registered in the name of unknown vendors) NewEconomy.com.au Nominees Pty Limited ACN 004 732 138 (as to 11,061,971 ordinary shares) and UBS Nominees Pty	ordinary shares) Network Investment Holdings Pty Limited (NIH)(as to 18,173,238	under section 608(3)(a) of the Corporations Act being a relevant interest held through a body corporate, SGH, in which the voting power of Ashblue is above 20%. SGH has disclosed a change of its interest as a substantial holder of SWM by Notice of Change of Interests of	351,876,932 ordinary	351,876,932
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Entities, Kemast and	ordinary shares, 12,000,000 of which are registered in the name of unknown vendors) NewEconomy.com.au Nominees Pty Limited ACN 004 732 138 (as to 11,061,971 ordinary shares) and UBS Nominees Pty Limited ACN 001 450 522 (as to 7,111,267 ordinary	ordinary shares) Network Investment Holdings Pty Limited (NIH)(as to 18,173,238 ordinary shares)	under section 608(3)(a) of the Corporations Act being a relevant interest held through a body corporate, SGH, in which the voting power of Ashblue is above 20%. SGH has disclosed a change of its interest as a substantial holder of SWM by Notice of Change of Interests of Substantial Holder dated on or about the date of this Notice. The relevant interest of Tiberius arises under s608(3)(a) and (b) of the Corporations Act, being a relevant interest held through a body corporate (Ashblue) that Tiberius controls and through a body corporate (SGH) in which its voting power is above 20%. The relevant interest of each of the Tiberius Group Entitics arises under s608(3)(a) of the Corporations Act, being a relevant interest through a body corporate (SGH) in which their voting power exceeds 20%. The relevant interest of KM Stokes arises under section 608(3)(b) of the Corporations	351,876,932 ordinary	351,876,932
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Entities, Kemast and	ordinary shares, 12,000,000 of which are registered in the name of unknown vendors) NewEconomy.com.au Nominees Pty Limited ACN 004 732 138 (as to 11,061,971 ordinary shares) and UBS Nominees Pty Limited ACN 001 450 522 (as to 7,111,267 ordinary	ordinary shares) Network Investment Holdings Pty Limited (NIH)(as to 18,173,238 ordinary shares)	under section 608(3)(a) of the Corporations Act being a relevant interest held through a body corporate, SGH, in which the voting power of Ashblue is above 20%. SGH has disclosed a change of its interest as a substantial holder of SWM by Notice of Change of Interests of Substantial Holder dated on or about the date of this Notice. The relevant interest of Tiberius arises under s608(3)(a) and (b) of the Corporations Act, being a relevant interest held through a body corporate (Ashblue) that Tiberius controls and through a body corporate (SGH) in which its voting power is above 20%. The relevant interest of each of the Tiberius Group Entities arises under s608(3)(a) of the Corporations Act, being a relevant interest through a body corporate (SGH) in which their voting power exceeds 20%. The relevant interest of KM Stokes arises under section 608(3)(b) of the Corporations Act, being a relevant Interest held through a body corporate (Ashblue) that he controls. The relevant interest of Kemast arises under 608(3)(a) of the	351,876,932 ordinary	351,876,932

			As each Substantial Holder is not the registered holder of the securities, and each is not presently soldled to be registered as the holder of the securities, its ability to vote and dispose of these shares is qualified accordingly.		
	SMG (as to 333,703,694 ordinary shares, 12,000,000 of which are registered in the name of unknown vendors) NewEconomy.com.au Nominees Pty Limited ACN 004 732 138 (as to 11,061,971 ordinary shares) and UBS Nominees Pty Limited ACN 004 732 138 (as to 11,061,971 ordinary shares) and UBS Nominees Pty Limited ACN 001,450,522	ordinary sheres) Network Investment Holdings Ply Limited (NIH)(as to 18,173,238 ordinary shares)	Relevant interest under section 608(1) of the Corporations Act. 2001 (Act) as either the registered or beneficial holder of the shares. (Where SMG is not the registered holder of the shares. its ability to vote and dispose of these shares is qualified accordingly.)	351,876,932 ordinary shares	351,876,932
Seven Group Holdings Limited ACN 142 003 469 SCH) and the entities set out in Part 3 Annexure A (SGH Group Entities)	SMC (as to 333,703,894 ordinary shares, 12,000,000 of which are registered in the harne of	ordinary shares) Network Investment Holdings Pty Limited (NR-I), as to 18,173,238 ordinary shares)	Each entity is an associate of and/or controls SMG and NiH and accordingly has a relevant interest in the same shares as SMG and NiH under sections SMG and NiH under sections 606(3)(a) or 506(3)(b), of the Corporations Act. (As each entity is not the registered holder of the shares, its ability to vote and dispose of these shares is qualified accordingly.)	351,876,932 ordinary shares	351,876,932
KM Stokes	Citilled ALIA 2013 *Su SZZ KM Stokes		KM Stokes has a relevant interest under section 608(1) of the Corporations Act 2001 as the registered and beneficial holder of the shares	387,588 ordinary shares	387,586
(M Stokes	National Australia Trustees Limited	entitled to be the registered holder of the shares currently held by	Held in the name of National Australia Trustees Limited on behalf of KM Stokes under the Non-Executive Directors Share Plan	155,424 ordinary shares	155,424

5. Changes in association

The parsons 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.

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6. Addresses

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

Name	Address
ACE, Wroxby, North Aston, ACE Group Entities, Ashblue, Tiberius and Tiberius Group Entities, Kemast	Level 3: 30 Kings Park Road, West Perth, WA 6005
KM Stokes	c/- Level 3, 30 Kings Park Road, West Perth WA 6005
SGH Group Entities	As set out in Part 3 of Annexure A.
SMG and SGH	Level 2, 36-42 Pirrama Road, Pyrmont, NSW 2009

Signature

print name Robin Frederick Waters capacity Director/Attorney

sign here date 6" December 2012

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 on 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.

This is the Annexure of 3 pages marked "A" referred to in the Form 604 signed by me and dated 6th December 2012.

Robin Frederick Waters, Director/Attorney

ANNEXURE A

Part 1 ACE Group Entities

MAC GIOUD CHINES	-1-1-1-1-1-1-1-1-1
ENTITY	ACN
149 Castlereagh St Investments Pty Ltd	154 698 807
Aceina Pty Ltd	062 367 097
Australian Capital Equity (Developments) Pty Ltd	067 587 679
ACE (Industrial Property) Holdings Pty Ltd	071 106 600
ACE Property Finance Pty Ltd	009 352 318
Australian Capital Equity (Entertainment) Pty Ltd	009 268 124
Australian Capital Finance Pty Ltd	008 580 067
Australian Capital Markets Pty Ltd	065 320 041
Binalong Pty Ltd	009 268 099
Bungaroo South Pty Ltd	152 574 528
Candacal Holdings Pty Limited	065 240 806
Cassio Pty Ltd	061 131 959
Comserv (No 1698) Pty Ltd	009 450 462
Erinbol Holdings Pty Limited	065 240 413
Fairburn Nominees Pty Limited	065 339 746
FCP Investments Pty Ltd	065 320 185
Foxington Pty Ltd	009 292 522
Garden Park Equities Pty Ltd	009 342 269
Garden Park Pty Ltd	065 339 924
Iron Ore Holdings Limited	107 492 517
Iron Valley Pty Ltd	152 574 813
lo Research Pty Ltd	057 711 305
Lamb Creek Pty Ltd	152 574 359
Landfill Gas & Power Pty Ltd	053 919 430
Landfill Gas & Power Holdings Pty Ltd	058 553 478
Maitland River Pty Ltd	152 574 644
Mal's Ridge Pty Ltd	152 573 905
Mercury Endeavour Pty Ltd	098 817 693
Nerriga Pty Limited	008 630 135
North Aston Operations Pty Ltd	009 388 489
North Marillana Pty Ltd	152 574 082
Pel Iron Ore Pty Ltd	115 382 753
Piccadilly Rise Pty Ltd	065 339 586
Remorex Pty Ltd	061 621 878
South Marillana Pty Ltd	152 574 233
Sugase Holdings Pty Ltd	067 611 205
TracerLock Pty Ltd	096 869 653
Wavelength Nominees Pty Ltd	065 342 307
West Australian Property Management Pty Ltd	008 727 277
White Corsair Pty Ltd	009 330 545
Yandi Coogina Pty Ltd	152 574 457

Part 2

Tiberius Group Entities

ENTITY	ACN
Astraea Pty Ltd	067 374 430
Astraea Investment Consultancy (Shanghai) Co Ltd	Incorporated in China
Australian Chinese Capital Investments Ltd	Incorporated in China
Australian Chinese Equity Pty Ltd	067 615 141
Guangzhou Jumbo Advertising Co Ltd	Incorporated in China
Northbank Enterprise Hub Pty Ltd	083 271 625
Pandina Pty Ltd	068 181 000
Tiberius (Parramatta) Pty Ltd	128 018 682
Tiberius (Industrial Property) Holdings Pty Ltd	146 379 400
WEPL Investments Pty Ltd	093 498 116
White City Pty Ltd	061 621 832

Part 3

SGH Group Entities

Entity	ACN
ATPH Pty. Limited	128 476 120
ATP1 Pty. Limited	128 478 311
ATP2 Pty. Limited	128 480 491
ATP3 Pty. Limited	128 482 584
C7 Pty_Limited	082 901 442
Direct Target Access Pty. Limited	072 507 227
Kimlin Holdings Pty. Limited	112 288 445
Manooka Holdings Pty. Limited	092 680 245
Miltonstar Pty. Limited	074 811 144
Network Investment Holdings Pty Ltd	078 448 512
Point Pty. Limited	009 643 501
Realtime Reporters Pty. Limited	009 371 055
Seven Custodians Pty. Limited	089 327 551
Seven Entertainment Pty. Limited	085 598 429
Seven Finance Pty. Limited	115 082 196
Seven Media Group Pty. Limited	116 850 607
Seven (National) Pty Limited	153 299 159
Seven Network (United States) Inc	N/a
Seven Network Limited	052 816 789
Seven Network Asia Limited	N/a
Seven Network Nominees Pty. Limited	060 667 861
Seven Network Investments Pty. Limited	078 267 759
Seven Network International Limited	065 640 075
Seven Productions Pty. Limited	091 398 471
Seven Resources Pty. Limited	093 422 032
Seven (WAN) Pty. Limited	122 263 129
SMG Executives Pty Limited	128 792 003
SMG FINCO Pty Limited	122 728 321
SNZ Pty. Limited	124 503 028
Tallglen Pty. Limited	058 439 786
WesTrac Holdings Pty Limited	009 336 109
WesTrac Machinery Distribution Pty Limited	155 500 413

All companies listed above have a registered office located at Level 2, 38 – 42 Pirrama Road, Pyrmont, NSW, 2009 except:

- Seven Network Asia Limited: Unit 1601 56 Kwai Cheong Road, Kwai Chung, Hong Kong Seven Network (United States) Inc: 1013 Centre Road, City of Wilmington, Delaware, USA

Entity AG	.CN
Allight Holdings Pty Ltd 07	70 926 555
Allight Pty Ltd 05	53 434 807
Allight USA Inc (incorporated in the USA)	/a
EMT Group Pty Limited 10	00 871 592
	85 531 353
Liaoning WesTrac Machinery Equipment Limited (incorporated in China) N/	/a
	33 869 191
National Hire Facilitation Pty Limited 12	28 890 442
National Hire Group Limited 07	76 688 938
Priority People Solutions Pty Ltd 14	47 979 548
Primax Pumps Inc (incorporated in the USA)	/a
Pump Rentals Pty Ltd 05	57 090 561
Sitech (Beijing) Engineering Technology Development	
Company Limited (incorporated in China) N/	/a
Sitech Solutions Pty Limited 13	37 343 090
Sitech (WA) Pty Ltd 13	39 286 454
Sykes Fleet Services Pty Limited 07	74 656 027
	04 093 752
Sykes New Zealand Limited (incorporated in New Zealand) N/	/a
Tianjin WesTrac Machinery Equipment Limited (incorporated in China) N/	/a
Weishan (Beijing) Machinery Equipment Ltd (incorporated in China) N/	/a
WesTrac (Beijing) Machinery Equipment Limited (incorporated in China)	/a
WesTrac China Limited (incorporated in Hong Kong) N/	/a
WesTrac (China) Machinery Equipment Limited (incorporated in China) N/	/a
•	09 413 325
WesTrac Hong Kong Limited (incorporated in Hong Kong) N/	/a
	94 801 573
WesTrac Pty Ltd 00	09 342 572

All companies registered in Australia listed above have a registered office located at 12 Hoskins Road, Landsdale, WA, 6065, except:

- WesTrac Inventory Pty Ltd, WesTrac Pty Ltd and WesTrac Fleet Pty Ltd: 128 Great Eastern Highway, South Guildford, WA, 6055
- EMT Group Pty Ltd and Mining Equipment Spares Pty Ltd: 327 Victoria Road, Malaga, WA, 6090
- Priority People Solutions Pty Ltd: Level 2, 38 42 Pirrama Road, Pyrmont, NSW, 2009
- Sitech Solutions Pty Limited: 33 Allison Street, Bowen Hills, QLD, 4006
- Sitech (WA) Pty Ltd: Unit 1, 8 Hasler Road, Osborne Park, WA, 6017