

Southern Cross Media Group Limited
ABN 91 116 024 536

Level 2, 70 Park Street
SOUTH MELBOURNE VIC
3205
AUSTRALIA

Telephone +61 3 9922 2121
Fax +61 3 9922 2199
Internet www.scmediagroup.com.au

18 March 2011



ASX RELEASE / MEDIA RELEASE

Southern Cross Media Group Limited (ASX: SXL)

Takeover bid by Southern Cross National Network Pty Ltd ACN 148 894 231 for Austereo Group Limited - fulfilment of condition

We refer to Southern Cross National Network Pty Ltd's (**Southern Cross National Network's**) off-market takeover bid for all of the shares in Austereo Group Limited ACN 095 552 060 (**Austereo**).

We **attach**, by way of service pursuant to section 630(5)(b) of the *Corporations Act 2001* (Cth) (**Corporations Act**), a notice under section 630(4) of the *Corporations Act* in relation to the fulfilment of a condition to which offers under the takeover bid were subject.

Analysts and investors:

Rhys Holleran

Chief Executive Officer
Tel: 03 9922 2023
Email: rhys.holleran@scmedia.com.au

Stephen Kelly

Chief Financial Officer
Tel: 03 9922 2036
Email: stephen.kelly@scmedia.com.au

Media:

Kate Inverarity

nightingale communications
Mob: 0413 136 020

Lisa Keenan

nightingale communications
Mob: 0409 150 771

**Southern Cross National Network Pty Ltd
ACN 148 894 231**

**Notice under section 630(4) *Corporations Act 2001* (Cth)
Defeating condition to takeover bid fulfilled**

**To: Austereo Group Limited
ASX Limited**

For the purposes of section 630(4) of the *Corporations Act 2001* (Cth) (**Corporations Act**), Southern Cross National Network Pty Ltd ACN 148 894 231 (**Southern Cross National Network**) gives notice that the condition to its takeover offer for all of the shares in Austereo Group Limited (**Offer**) set out in section 13.14(b) of its bidder's statement dated 25 February 2011 has been fulfilled (so that the Offer is free of that condition).

Date: 18 March 2011

Signed for and on behalf of Southern Cross National Network by:

A handwritten signature in cursive script, appearing to read 'L. Bolger', written in black ink on a white background.

Louise Bolger
Company Secretary