Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

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.

Introduced 30/09/01 Amended 01/01/11

Name of entity: Prime Media Group Limited	
ABN: 97 000 764 867	

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Mr Ian Audsley
Date of last notice	10 November 2015

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect Interest	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. Date of change	Shares held by Verizontal Pty Ltd as trustee of the Beach Parade Trust, a family trust of which Mr Ian Audsley is a beneficiary. 13 November 2015	
No. of securities held prior to change	615,000 fully paid Prime Media Group Limited ordinary shares.	
Class	Fully paid Prime Media Group Limited ordinary shares.	
Number acquired	N/A	
Number disposed	500,000 fully paid Prime Media Group Limited ordinary shares.	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$275,250.00	

⁺ See chapter 19 for defined terms.

No. of securities held after change	115,000 fully paid Prime Media Group Limited ordinary shares (held by Verizontal Pty Ltd as trustee of the Beach Parade Trust, a family trust of which Mr
	Ian Audsley is a beneficiary); and 750,000 2016 Performance Rights; 600,000 2015 Performance Rights; 500,000 2014 Performance Rights; and 700,000 2013 Performance Rights.
	Performance Rights granted pursuant to the Prime Media Group Limited Performance Rights Plan.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market trade.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

⁺ See chapter 19 for defined terms.

Appendix 3Y Page 2 01/01/2011

Part 3 – *Closed period

Were the interests in the securities or contracts detailed	No
above traded during a +closed period where prior written	
clearance was required?	
If so, was prior written clearance provided to allow the trade	N/A
to proceed during this period?	
If prior written clearance was provided, on what date was this	N/A
provided?	

⁺ See chapter 19 for defined terms.