

# Appendix 3C

## Announcement of buy-back (*except* minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
Ten Network Holdings Limited	14 081 327 068

We (the entity) give ASX the following information.

### Information about buy-back

1	Type of buy-back	Employee share scheme buy-back
2	<sup>+</sup> Class of shares/units which is the subject of the buy-back ( <i>eg, ordinary/preference</i> )	Ordinary shares
3	Voting rights ( <i>eg, one for one</i> )	One for one
4	Fully paid/partly paid ( <i>and if partly paid, details of how much has been paid and how much is outstanding</i> )	Fully paid
5	Number of shares/units in the <sup>+</sup> class on issue	370,785,252 currently on issue (comprising 363,776,703 quoted on ASX and 7,008,549 unquoted)
6	Whether shareholder/unitholder approval is required for buy-back	No

<sup>+</sup> See chapter 19 for defined terms.

7	Reason for buy-back	The buy-back is for the purpose of acquiring shares that have been forfeited under the Ten Executive Incentive Plan ( <b>Plan</b> ), by virtue of the performance conditions under the Plan not being met by the end of the relevant performance period, or where participants under the Plan have ceased to be an employee of the company.
8	Any other information material to a shareholder's/unitholder's decision whether to accept the offer ( <i>eg, details of any proposed takeover bid</i> )	Nil

### On-market buy-back

9	Name of broker who will act on the company's behalf	N/A
10	Deleted 30/9/2001.	
11	If the company/trust intends to buy back a maximum number of shares - that number  Note: This requires a figure to be included, not a percentage.	N/A
12	If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention	N/A
13	If the company/trust intends to buy back shares/units if conditions are met - those conditions	N/A

## Employee share scheme buy-back

14	Number of shares proposed to be bought back	Up to 5,604,151
15	Price to be offered for shares	The volume weighted average price of shares in the Company on the ASX at the close of trading over the 5 trading days immediately prior to the buy-back date, currently proposed to be 13 October 2016.

## Selective buy-back

16	Name of person or description of class of person whose shares are proposed to be bought back	N/A
17	Number of shares proposed to be bought back	N/A
18	Price to be offered for shares	N/A

## Equal access scheme

19	Percentage of shares proposed to be bought back	N/A
20	Total number of shares proposed to be bought back if all offers are accepted	N/A
21	Price to be offered for shares	N/A
22	<sup>+</sup> Record date for participation in offer <small>Cross reference: Appendix 7A, clause 9.</small>	N/A

## Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

*or, for trusts only:*

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<sup>+</sup> See chapter 19 for defined terms.

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.



Sign here: .....

Company secretary

Date: 29 September 2016

Print name: Stephen Partington