

MEDIA RELEASE

No: 37/2011 Friday, 20 May 2011

oOh!media Group Limited - Undertaking

The Panel has accepted an undertaking from QMS Asia Pacific Outdoor Pte Ltd in relation to the application dated 4 May 2011 by oOh!media Group Limited (**OOH**) (see <u>TP11/32</u>).

The effect of the undertaking is that QMS will not vote more than 4.9% of the OOH shares in which it holds a relevant interest at the annual general meeting of OOH that is to be held on Friday, 20 May 2011.

A copy of the undertaking is attached (Annexure A).

The sitting Panel in this matter is Paula Dwyer (sitting President), David Friedlander and Mike Roche. The Panel makes no comment on the merits of the application.

Allan Bulman Director, Takeovers Panel Level 10, 63 Exhibition Street Melbourne, VIC 3000 Ph: +61 3 9655 3597 allan.bulman@takeovers.gov.au

ANNEXURE A

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION ACT (CTH) SECTION 201A UNDERTAKING

OOH!MEDIA GROUP LIMITED

Pursuant to section 201A of the *Australian Securities and Investments Commission Act* 2001 (Cth), QMS Asia Pacific Outdoor Pte Ltd undertakes to the Panel that it will in relation to oOh!media Group Ltd (OOH) shares not vote more than that number of shares equal to 4.9% of the issued capital of OOH in which it has a relevant interest at the OOH Annual General Meeting to be held on 20 May 2011.

Signed by Hedi Smirani

with the authority, and on behalf, of QMS Asia Pacific Outdoor Pte Ltd

Dated 19 May 2011