VILLAGE ROADSHOW LIMITED

Web Site: www.villageroadshow.com.au

29 June 2011

CHAIRMAN'S ADDRESS TO GENERAL MEETING

The purpose of this General Meeting is to seek approval from shareholders for two items of business.

Firstly, the payment to Shareholders of $1.00 for every share held as a Reduction of Share Capital, and secondly, the clarification of the Option Terms for the exercise of Options held by VRL's CEO.

Over the last year the Company has undertaken a significant restructure of its business operations and of the capital structure of the VRL Group. These initiatives have resulted in what the Directors consider to be a substantial surplus of cash beyond the current and reasonably foreseeable future needs of the Company. The Directors have therefore considered it appropriate to return a portion of those surplus funds to shareholders.

The Company has received approval from the Australian Taxation Office that, for Australian taxation purposes, $0.20 of the $1.00 will be a capital return and the balance of $0.80 will be a fully franked dividend. If approved by shareholders at this meeting, the Record Date for the $1.00 per share payment will be 8th July with payment occurring on 19th July 2011.

The second item of business deals with an Amendment to the Option Terms for the Options over Ordinary Shares issued to Mr Graham Burke following a Meeting of Shareholders on 17 July 2008. The Options are subject to two exercise hurdles based on VRL's performance over the three years prior to vesting. One hurdle relates to dividend growth, the other to growth in the rate of earnings per share.

The Option Terms set out in the Explanatory Memorandum prepared for the July 2008 meeting made it clear that if the dividend growth target was not met over the 3 year testing period, it may be retested on the first anniversary of the relevant vesting date. At this later point, the dividend growth rate must be met in two of the prior four years. The Directors do not believe that this latter point is sufficiently clear in the existing terms and therefore are requesting a technical amendment to the Options Terms at this meeting to clarify the operation of the terms.

In addition to this technical point, when the Options were issued to Mr Burke in 2008, the target dividend growth hurdles set for Mr Burke totalled 45.95 cents per share over the 2008 to 2011 period. The actual dividends paid to date by VRL in that period have been 56.25 cents per share for ordinary shareholders and 62.75 cents per share for former preference shareholders. VRL's Independent Directors consider that Mr Burke should not be unfairly prejudiced due to the Board changing the timing of the payment of dividends, when total dividends paid have significantly exceeded the hurdles set in 2008.

Full details of both Resolutions are set out in the Notice of Meeting and Explanatory Statement which was sent to all shareholders on 27 May 2011.

VILLAGE ROADSHOW LIMITED ABN 43 010 672 054
Head Office: Level 1, The Jam Factory, 500 Chapel St, South Yarra VIC 3141 PO Box 2275, Prahran, VIC 3181, Australia. Telephone +61 3 9281 1000 Facsimile +61 3 9660 1764