



19 June 2003

Company Announcements Office
Australian Stock Exchange Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

Dear Sir or Madam

CLOSE OF OFFER – TAKEOVER BID FOR ISSUED SHARES IN AUSTAR UNITED COMMUNICATIONS LIMITED (A.C.N. 087 695 707) (“AUSTAR”)

The offer period for AUN SPV Pty Limited’s (“AUN SPV”) off market bid to acquire issued ordinary shares in AUSTAR ended at 5.00.pm on 17 June 2003.

In accordance with ASX Listing Rule 3.4.2 we attach a revised list of top twenty shareholders and distribution schedule of the shareholders in each class of shares following the close of the offer.

Yours sincerely

Deanne Weir
Company Secretary



19 June 2003

Company Announcement

CHAMP compliance offer for AUSTAR shares closed

Austar United Communications (AUSTAR) noted that the offer for AUSTAR shares by AUN SPV Pty Limited (AUN SPV), a wholly-owned subsidiary of Castle Harlan Australian Mezzanine Partners (CHAMP), closed as scheduled on Tuesday 17 June 2003.

AUN SPV will not at this stage proceed with compulsory acquisition. A revised list of the top twenty shareholders and a distribution schedule of the shareholders in each class of shares following the close of the offer is attached to this announcement.

As previously stated, CHAMP and UnitedGlobalCom (CHAMP's partner in the ownership of AUSTAR) have stated their intention to fully underwrite a pro rata renounceable rights issue by AUSTAR. The rights issue is expected to be in the amount of \$68.0 million, to be priced at the follow-on offer of 16c per share, and is likely to be launched in July.

AUSTAR will issue a prospectus if it offers shares for subscription under the rights issue. Anyone who wishes to subscribe for shares under the rights issue will need to complete and return to AUSTAR an acceptance and entitlement form that will accompany the prospectus.

- ends -

About Austar United Communications

Austar United Communications (Australian Stock Exchange "AUN") is a leading provider of subscription television services in Australia, providing principally satellite delivered services to regional and rural Australia. AUSTAR also provides communications services to its customers, bundling mobile telephony and internet services with its television product. AUSTAR's 50% owned joint venture, XYZ Entertainment, is a significant program provider in the Australian market and owns and/or distributes The Weather Channel, Nickelodeon, Discovery, Channel [V], musicMAX, Arena and The Lifestyle Channel to over 1.2 million subscribers. In addition, AUSTAR was the first company in Australasia to launch digital interactive television.

For further information:

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Austar United Communications

Distribution of shareholders as at 18 June 2003

Range of holdings	Number
1 – 1,000	4,016
1,001 – 5,000	2,748
5,001 – 10,000	696
10,001 – 100,000	780
100,001 and over	72
Total	8312

Top Twenty Shareholders as at 18 June 2003

NAME	Number	%
UNITED AUSTAR INC	576,074,817	80.67
FOSTER STOCKBROKING NOMINEES	27,356,693	3.83
WESTPAC CUSTODIAN NOMINEES	13,676,606	1.92
SASKTEL HOLDING (NEW ZEALAND)	9,550,574	1.34
UBS NOMINEES PTY LTD	7,977,384	1.12
ANZ NOMINEES LIMITED	6,783,003	0.95
UNITED ASIA/PACIFIC	4,285,715	0.60
MICROAGE AUSTRALIA	2,681,000	0.38
CITICORP NOMINEES PTY LIMITED	2,631,289	0.37
J P MORGAN NOMINEES AUSTRALIA	2,322,709	0.33
ANZ NOMINEES LIMITED	2,191,242	0.31
NATIONAL NOMINEES LIMITED	2,093,405	0.29
HORIZON INVESTMENT AUSTRALIA	1,650,000	0.23
EFFIE HOLDINGS PROPERTIES PTY	1,500,000	0.21
COMMONWEALTH CUSTODIAL	1,289,576	0.18
DOUBLE EAGLE PTY LTD	1,181,500	0.17
TOM HADLEY ENTERPRISES	1,000,000	0.14
PAUL RAMSAY HOLDINGS PTY LTD	886,657	0.12
MR RICHARD MEWS & MRS WEE KHOON MEWS	642,542	0.09
CUSTODIAL SERVICES LIMITED	619,300	0.09
TOTAL	666,394,012	93.34