



02 MAY 22 AM 10:57

3 May 2002

Securities and Exchange Commission
Division of Corporation Finance
Office of International Corporate Finance
450 Fifth Street, NW
Washington DC 20549

SUPPL

Dear Sir/Madam

**Re: Village Roadshow Limited: 12g 3-2(b) Information
File No. 82-4513**

Enclosed is information which Village Roadshow Limited is required to furnish to the Securities and Exchange Commission pursuant to Rule 12g 3-2(b).

Yours faithfully

**Ms D Bucher
Corporate Administrator**

PROCESSED

JUN 06 2002

THOMSON
FINANCIAL

P



DATE : 25 March 2002

FAX TO : Australian Stock Exchange Limited
Company Announcements Office
1300-300-021

FROM : Shaun Driscoll

VILLAGE ROADSHOW LIMITED
FILE No. 82-4513

PAGES : 1 of 2

BRIEF SUMMARY OF CONTENTS:

Completion of Compulsory Acquisition of Sea World Property Trust

Please fax ASX confirmation of announcement to: 61 3 9639 1540

VILLAGE ROADSHOW LIMITED ABN 43 010 672 054

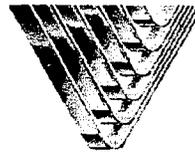
Melbourne: Head Office: 206 Bourke Street, Melbourne, VIC, 3000. Box 1411M, GPO Melbourne, VIC, 3001 Australia Telephone +61 3 9667 6666 Facsimile +61 3 9663 1972

Registered Office: Warner Roadshow Movie World Studios: Pacific Highway, Oxenford, QLD, 4210 Australia Telephone +61 7 5588 6666 Facsimile +61 7 5573 3698

Jam Factory: 1st Floor, 500 Chapel Street, South Yarra, VIC, 3141. PO Box 2275, Prahran, VIC, 3181 Australia Telephone +61 3 9281 1000 Facsimile +61 3 9827 2229



Warner Sea World Units Pty Ltd
(a wholly owned subsidiary of
Time Warner Entertainment Company, L.P.)



DEG Holdings Pty Ltd
(a wholly owned subsidiary of
Village Roadshow Limited)

25 March 2002

VILLAGE ROADSHOW LIMITED
FILE No. 82-4513

BY FACSIMILE: 1300 300 021
Company Announcements Office
Australian Stock Exchange Limited

**WARNER BROS. AND VILLAGE ROADSHOW FINALISE COMPULSORY ACQUISITION OF
UNITS IN SEA WORLD PROPERTY TRUST**

Further to the letter from Warner Sea World Units Pty Ltd and DEG Holdings Pty Ltd ('Bidders') on 7 February 2002, the Bidders confirm that they have today proceeded to complete under Part 6A.3 of the Corporations Act 2001 the compulsory acquisition of all remaining units in Sea World Property Trust ('Trust') under the Bidders' bid for the Trust which closed on 4 February 2002.

Yours sincerely

A handwritten signature in black ink, appearing to read 'W S Prentice'.

W S Prentice
Warner Sea World Units Pty Ltd

A handwritten signature in black ink, appearing to read 'P S Leggo'.

P S Leggo
DEG Holdings Pty Ltd



DATE : 25 March 2002
FAX TO : Australian Stock Exchange Limited
Company Announcements Office
1300-300-021
FROM : Shaun Driscoll
PAGES : 1 of 9

02 MAR 22 AM 10:51

BRIEF SUMMARY OF CONTENTS:

Appendix 3B – new issue under Executive Share Plan

Please fax ASX confirmation of announcement to: 61 3 9639 1540

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002.

Name of entity

VILLAGE ROADSHOW LIMITED

ABN

010 672 054

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|--|
| 1 | +Class of +securities issued or to be issued | A Class Preference |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 1,258,333 |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Pari passu with existing A Class Preference Shares |

+ See chapter 19 for defined terms.

| 4 | Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities? | The shares will be entitled to a pro rata dividend from the date of issue until the Record Date and then will rank pari passu with existing A Class Preference shares. | | | | | | |
|-------------|--|---|--------|--------|-------------|----------|-------------|--------------------|
| | If the additional securities do not rank equally, please state: | | | | | | | |
| | <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment | | | | | | | |
| 5 | Issue price or consideration | \$1.58 | | | | | | |
| 6 | Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets) | Pursuant to the Executive Share Plan | | | | | | |
| 7 | Dates of entering +securities into uncertificated holdings or despatch of certificates | 25 March 2002 | | | | | | |
| 8 | Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable) | <table border="1"> <thead> <tr> <th data-bbox="716 1318 1013 1352">Number</th> <th data-bbox="1013 1318 1310 1352">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="716 1352 1013 1386">235,703,127</td> <td data-bbox="1013 1352 1310 1386">Ordinary</td> </tr> <tr> <td data-bbox="716 1386 1013 1575">251,990,637</td> <td data-bbox="1013 1386 1310 1575">A Class Preference</td> </tr> </tbody> </table> | Number | +Class | 235,703,127 | Ordinary | 251,990,637 | A Class Preference |
| Number | +Class | | | | | | | |
| 235,703,127 | Ordinary | | | | | | | |
| 251,990,637 | A Class Preference | | | | | | | |

+ See chapter 19 for defined terms.

| | Number | +Class |
|----|---|---|
| 9 | Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable) | 6,000,000 Options over Ordinary shares expiring 30 November 2007 exercisable at various prices |
| 10 | Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests) | Unchanged |

Part 2 - Bonus issue or pro rata issue

| | | |
|----|---|-----|
| 11 | Is security holder approval required? | N/A |
| 12 | Is the issue renounceable or non-renounceable? | N/A |
| 13 | Ratio in which the +securities will be offered | N/A |
| 14 | +Class of +securities to which the offer relates | N/A |
| 15 | +Record date to determine entitlements | N/A |
| 16 | Will holdings on different registers (or subregisters) be aggregated for calculating entitlements? | N/A |
| 17 | Policy for deciding entitlements in relation to fractions | N/A |
| 18 | Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7. | N/A |
| 19 | Closing date for receipt of acceptances or renunciations | N/A |

+ See chapter 19 for defined terms.

| | | |
|----|---|-----|
| 20 | Names of any underwriters | N/A |
| 21 | Amount of any underwriting fee or commission | N/A |
| 22 | Names of any brokers to the issue | N/A |
| 23 | Fee or commission payable to the broker to the issue | N/A |
| 24 | Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of *security holders | N/A |
| 25 | If the issue is contingent on *security holders' approval, the date of the meeting | N/A |
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled | N/A |
| 27 | If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders | N/A |
| 28 | Date rights trading will begin (if applicable) | N/A |
| 29 | Date rights trading will end (if applicable) | N/A |
| 30 | How do *security holders sell their entitlements <i>in full</i> through a broker? | N/A |
| 31 | How do *security holders sell <i>part</i> of their entitlements through a broker and accept for the balance? | N/A |

+ See chapter 19 for defined terms.

32 How do *security holders dispose of their entitlements (except by sale through a broker)?

33 *Despatch date

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(tick one)

(a) Securities described in Part 1

(b) All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

(If the additional securities do not form a new class, go to 43)

Tick to indicate you are providing the information or documents

35 If the *securities are *equity securities, the names of the 20 largest holders of the additional *securities, and the number and percentage of additional *securities held by those holders

36 If the *securities are *equity securities, a distribution schedule of the additional *securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 A copy of any trust deed for the additional *securities

(now go to 43)

+ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38 Number of securities for which +quotation is sought

| |
|-----|
| N/A |
|-----|

39 Class of +securities for which quotation is sought

| |
|-----|
| N/A |
|-----|

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

| |
|-----|
| N/A |
|-----|

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

| |
|-----|
| N/A |
|-----|

| | Number | +Class |
|---|--------|--------|
| 42 Number and +class of all +securities quoted on ASX (including the securities in clause 38) | N/A | |

(now go to 43)

+ See chapter 19 for defined terms.

All entities

Fees

43 Payment method (tick one)

Cheque attached

Electronic payment made

Note: Payment may be made electronically if Appendix 3B is given to ASX electronically at the same time.

Periodic payment as agreed with the home branch has been arranged

Note: Arrangements can be made for employee incentive schemes that involve frequent issues of securities.

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

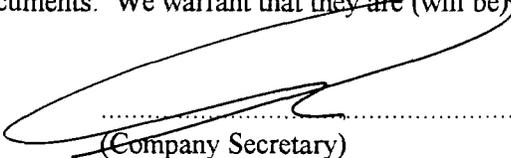
- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

+ See chapter 19 for defined terms.

- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before *quotation of the *securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: 
(Company Secretary)

Date: 25/03/02

Print name: SHAUN L DRISCOLL
=====

+ See chapter 19 for defined terms.

DATE : 26 March 2002
FAX TO : Australian Stock Exchange Limited
Company Announcements Office
1300-300-021
FROM : Shaun Driscoll
PAGES : 1 of 2

VILLAGE ROADSHOW LIMITED
FILE No. 82-4513

BRIEF SUMMARY OF CONTENTS:

Replacement page 1 - correction to error in Appendix 3B for Executive Share Plan

02 MAY 22 AM 10:47

Please fax ASX confirmation of announcement to: 61 3 9639 1540

VILLAGE ROADSHOW LIMITED ABN 43 010 672 054

Melbourne: Head Office: 206 Bourke Street, Melbourne, VIC, 3000. Box 1411M, GPO Melbourne, VIC, 3001 Australia Telephone +61 3 9667 6666 Facsimile +61 3 9663 1972

Registered Office: Warner Roadshow Movie World Studios: Pacific Highway, Oxenford, QLD, 4210 Australia Telephone +61 7 5588 6666 Facsimile +61 7 5573 3698

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Name of entity

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ABN

010 672 054

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Part 1 - All issues

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- | | |
|--|--|
| 1 +Class of +securities issued or to be issued | A Class Preference |
| 2 Number of +securities issued or to be issued (if known) or maximum number which may be issued | 2,768,334 |
| 3 Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Pari passu with existing A Class Preference Shares |

+ See chapter 19 for defined terms.

11/3/2002

Appendix 3B Page 1



VILLAGE ROADSHOW LIMITED
FILE No. 82-4513

DATE : 2 May 2002
FAX TO : Australian Stock Exchange Limited
Company Announcements Office
1300-300-021
FROM : Shaun Driscoll
PAGES : 1 of 2

BRIEF SUMMARY OF CONTENTS:

Appointment of Chairman

Please fax ASX confirmation of announcement to: 61 3 9639 1540



2 May, 2002

VILLAGE ROADSHOW LIMITED
FILE No. 82-4513

The Manager
Australian Stock Exchange
Companies Stock Exchange
Level 4
20 Bridge Street
SYDNEY NSW 2000

Dear Sir

Change of Chairman

In accordance with Listing Rule 3.16.1, we advise that Mr Robert G. Kirby was today appointed Chairman of the Company, with Mr John R. Kirby appointed to the position of Deputy Chairman.

Yours faithfully

Shaun Driscoll
Co-Company Secretary