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## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

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To Company Name/Scheme

CENTURIA METROPOLITAN REIT (CMA) as responsible entity for  
CENTURIA METROPOLITAN REIT NO. 1 and CENTURIA METROPOLITAN  
REIT NO.2 (together, CENTURIA METROPOLITAN REIT) (CMA)

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ACN/ARSN

CENTURIA PROPERTY FUNDS LIMITED – ACN 086 553 639  
CENTURIA METROPOLITAN REIT NO. 1 – ACN 124 364 718  
CENTURIA METROPOLITAN REIT NO.2 – ACN 124 364 656

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#### 1. Details of substantial holder(1)

Name

BT INVESTMENT MANAGEMENT LIMITED (BTT)

ACN/ARSN (if applicable)

ACN 126 365 822

There was a change in the interests of the  
substantial holder on

24/12/2015

The previous notice was given to the company on

02/12/2015

The previous notice was dated

30/11/2015

#### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice in the company or scheme, are as follows:

Class of securities (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
ORDINARY SHARES	9,379,110	7.85%	7,973,860	6.68%

#### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
24/12/2015	BTT & its Associates, BT Investment Management (Fund Services) Limited, BT Investment Management (Institutional) Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and Number of securities	Person's votes
BT Investment Management (Fund Services) Limited *	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	BT Investment Management (Fund Services) Limited is the trustee or responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	5,499,244 Ordinary	5,499,244
BT Investment Management (Institutional) Limited	HSBC Custody Nominees (Australia) Limited.	Citicorp Nominees Pty Limited	BT Investment Management (Institutional) Limited is the investment manager appointed by various superannuation funds, institutional investors and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares..	2,107,872 Ordinary	2,107,872

\* BT Investment Management (Fund Services) Limited has appointed BT Investment Management (Institutional) Limited to act as the investment manager of the trusts of which it is responsible entity, giving BT Investment Management (Institutional) Limited the capacity to exercise the power to vote or dispose of the shares. BT Investment (Institutional) Limited therefore also has a relevant interest in shares in which BT Investment Management (Fund Services) Limited has a relevant interest.

#### 5. Changes in association

The persons who have become associates (2) of, or ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

**6. Addresses**

The addresses of persons named in this form are as follows:

Name	Address
BT Investment Management Limited (BTT)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square SYDNEY NSW 2000
CENTURIA METROPOLITAN REIT (CMA)	The Company Secretary, CENTURIA METROPOLITAN REIT (CMA) Level 39, 100 Miller Street NORTH SYDNEY NSW 2060  Tel: +61 28923 8923

**Signature**

Print name Chris Millard Capacity Company Secretary

Sign here \_\_\_\_\_ Date 30/12/2015

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
  - (2) See the definition of “associate” in section 9 of the Corporations Act 2001.
  - (3) See the definition of “relevant interest” in sections 608 and 671B(7) of the Corporations Act 2001.
  - (4) The voting shares of a company constitute one class unless divided into separate classes.
  - (5) The person’s votes divided by the total votes in the body corporate scheme multiplied by 100.
  - (6) Include details of:
    - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
    - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of “relevant agreement” in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
  - (8) If the substantial holder is unable to determine the identity of the person (e.g. if the relevant interest arises because of an option) write “unknown”.
  - (9) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.

**ANNEXURE A**

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for BT Investment Management Limited ACN 126 365 822

Chris Millard – Company Secretary, BT Investment Management Limited 30/12/2015

**TRANSACTION HISTORY**

Sales & Purchases for the period : 01/12/2015 to 24/12/2015

SECURITY: CMA

**BT Investment Management (Fund Services) Limited**

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-8,043	-16,005.57	Ordinary	-8,043
1/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-25,397	-50,540.03	Ordinary	-25,397
2/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-163	-324.37	Ordinary	-163
2/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-851	-1,693.49	Ordinary	-851
3/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-3,460	-6,885.40	Ordinary	-3,460
3/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-2,914	-5,798.86	Ordinary	-2,914
3/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-18,029	-35,877.71	Ordinary	-18,029
3/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-15,182	-30,212.18	Ordinary	-15,182
4/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-494	-983.06	Ordinary	-494
4/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-2,574	-5,122.26	Ordinary	-2,574
8/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-17,000	-33,660.00	Ordinary	-17,000
8/12/2015	HSBC Custody Nominees (Australia) Limited.	Buy	8,500	16,830.00	Ordinary	8,500
15/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-1,246	-2,467.08	Ordinary	-1,246
15/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-6,490	-12,850.20	Ordinary	-6,490
16/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-1,758	-3,480.84	Ordinary	-1,758
16/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-9,159	-18,134.82	Ordinary	-9,159
17/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-26,968	-53,396.64	Ordinary	-26,968
17/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-15,294	-30,282.12	Ordinary	-15,294
17/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-83,113	-164,563.74	Ordinary	-83,113
17/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-146,548	-290,165.04	Ordinary	-146,548
18/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-16,122	-31,921.56	Ordinary	-16,122
18/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-66,710	-132,085.80	Ordinary	-66,710
18/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-20,899	-41,380.02	Ordinary	-20,899
21/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-24,174	-47,864.52	Ordinary	-24,174
21/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-131,365	-260,102.70	Ordinary	-131,365
22/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-2,033	-4,025.34	Ordinary	-2,033
22/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-11,049	-21,877.02	Ordinary	-11,049
23/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-2,318	-4,612.82	Ordinary	-2,318
23/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-12,599	-25,072.01	Ordinary	-12,599
24/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-32,474	-64,623.26	Ordinary	-32,474
24/12/2015	HSBC Custody Nominees (Australia) Limited.	Sell	-176,471	-351,177.29	Ordinary	-176,471

**Total** **-872,397** **-1,730,355.75**

**BT Investment Management (Fund Services) Limited**  
**Total :** **-872,397** **-1,730,355.75**

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/12/2015	Citicorp Nominees Pty Limited	Sell	-19,878	-39,557.22	Ordinary	-19,878
2/12/2015	Citicorp Nominees Pty Limited	Sell	-637	-1,267.63	Ordinary	-637
3/12/2015	Citicorp Nominees Pty Limited	Sell	-11,376	-22,638.24	Ordinary	-11,376
3/12/2015	Citicorp Nominees Pty Limited	Sell	-13,511	-26,886.89	Ordinary	-13,511
4/12/2015	Citicorp Nominees Pty Limited	Sell	-1,929	-3,838.71	Ordinary	-1,929
8/12/2015	Citicorp Nominees Pty Limited	Buy	8,500	16,830.00	Ordinary	8,500
9/12/2015	Citicorp Nominees Pty Limited	Buy	1,852	3,685.48	Ordinary	1,852
11/12/2015	Citicorp Nominees Pty Limited	Buy	1,843	3,649.14	Ordinary	1,843
15/12/2015	Citicorp Nominees Pty Limited	Sell	-4,864	-9,630.72	Ordinary	-4,864
16/12/2015	Citicorp Nominees Pty Limited	Sell	-6,863	-13,588.74	Ordinary	-6,863
17/12/2015	Citicorp Nominees Pty Limited	Sell	-14,789	-29,282.22	Ordinary	-14,789
17/12/2015	Citicorp Nominees Pty Limited	Sell	-29,756	-58,916.88	Ordinary	-29,756
17/12/2015	Citicorp Nominees Pty Limited	Sell	-6,543	-12,955.14	Ordinary	-6,543
17/12/2015	Citicorp Nominees Pty Limited	Sell	-7,258	-14,370.84	Ordinary	-7,258
17/12/2015	Citicorp Nominees Pty Limited	Sell	-59,201	-117,217.98	Ordinary	-59,201
17/12/2015	Citicorp Nominees Pty Limited	Sell	-4,013	-7,945.74	Ordinary	-4,013
17/12/2015	Citicorp Nominees Pty Limited	Sell	-7,892	-15,626.16	Ordinary	-7,892
17/12/2015	Citicorp Nominees Pty Limited	Sell	-7,782	-15,408.36	Ordinary	-7,782
17/12/2015	Citicorp Nominees Pty Limited	Sell	-4,021	-7,961.58	Ordinary	-4,021
17/12/2015	Citicorp Nominees Pty Limited	Sell	-14,369	-28,450.62	Ordinary	-14,369
17/12/2015	Citicorp Nominees Pty Limited	Sell	-1,373	-2,718.54	Ordinary	-1,373
17/12/2015	Citicorp Nominees Pty Limited	Sell	-2,292	-4,538.16	Ordinary	-2,292
17/12/2015	Citicorp Nominees Pty Limited	Sell	-11,410	-22,591.80	Ordinary	-11,410
18/12/2015	Citicorp Nominees Pty Limited	Sell	-9,312	-18,437.76	Ordinary	-9,312
18/12/2015	Citicorp Nominees Pty Limited	Sell	-1,323	-2,619.54	Ordinary	-1,323
18/12/2015	Citicorp Nominees Pty Limited	Sell	-7,744	-15,333.12	Ordinary	-7,744
18/12/2015	Citicorp Nominees Pty Limited	Sell	-15,419	-30,529.62	Ordinary	-15,419
18/12/2015	Citicorp Nominees Pty Limited	Sell	-4,915	-9,731.70	Ordinary	-4,915
18/12/2015	Citicorp Nominees Pty Limited	Sell	-4,342	-8,597.16	Ordinary	-4,342
18/12/2015	Citicorp Nominees Pty Limited	Sell	-10,274	-20,342.52	Ordinary	-10,274
18/12/2015	Citicorp Nominees Pty Limited	Sell	-7,766	-15,376.68	Ordinary	-7,766
18/12/2015	Citicorp Nominees Pty Limited	Sell	-4,021	-7,961.58	Ordinary	-4,021
21/12/2015	Citicorp Nominees Pty Limited	Sell	-97,639	-193,325.22	Ordinary	-97,639
22/12/2015	Citicorp Nominees Pty Limited	Sell	-8,212	-16,259.76	Ordinary	-8,212
23/12/2015	Citicorp Nominees Pty Limited	Sell	-9,364	-18,634.36	Ordinary	-9,364
24/12/2015	Citicorp Nominees Pty Limited	Sell	-131,165	-261,018.35	Ordinary	-131,165
<b>Total</b>			<b>-529,058</b>	<b>-1,049,394.92</b>		
	<b>BT Investment Management (Institutional Limited Total:</b>		<b>-529,058</b>	<b>-1,049,394.92</b>		