

**Form 603**  
**Corporations Act 2001**  
**Section 671B**

**Notice of initial substantial holder**

To: Company name/ Scheme      ASTRO JAPAN PROPERTY GROUP

ACN/ARSN                              ARSN 112 799 854

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

Name                                      Weiss Asset Management LP and on behalf of Brookdale International Partners, L.P., Brookdale Global Opportunity Fund, BIP GP LLC, WAM GP LLC and Andrew Weiss  
**(Weiss Group)**

ACN/ARSN (if applicable)              Not applicable

The holder became a substantial holder on      August 16, 2017

**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Persons' votes (5)	Voting power (6)
Fully Paid Ordinary Shares ("Shares")	3,553,786	3,553,786	5.9 %

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Brookdale International Partners, L.P.	Relevant interest holder under sections 608(1)(b), and 608(1)(c) of the Corporations Act and through the relevant interests held by its associate Brookdale Global Opportunity Fund	3,553,786 Shares
Brookdale Global Opportunity Fund	Relevant interest holder under sections 608(1)(b), and 608(1)(c) of the Corporations Act and through the relevant interests held by its associate Brookdale International Partners, L.P.	3,553,786 Shares
Weiss Asset Management LP	Relevant interest holder under sections 608(1)(b) and 608(1)(c) of the Corporations Act as investment manager of Brookdale International Partners, L.P. and Brookdale Global Opportunity Fund.	3,553,786 Shares
BIP GP LLC	Relevant interest holder under sections 608(1)(b), and 608(1)(c) of the Corporations Act as general partner of Brookdale International Partners, L.P. and through the relevant interests held by its associate WAM GP LLC	3,553,786 Shares
WAM GP LLC	Relevant interest holder under sections 608(1)(b) and 608(1)(c) of the Corporations Act as general partner of Weiss Asset Management LP	3,553,786 Shares
Andrew Weiss	Relevant interest holder under sections 608(1)(b), 608(1)(c) and 608(3) of the Corporations Act through his control of BIP GP LLC and WAM GP LLC.	3,553,786 Shares

#### 4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Weiss Group	HSBC Custody Nominees (Australia) Limited	Brookdale International Partners, L.P. in respect of 2,203,347 Shares and Brookdale Global Opportunity Fund in respect of 1,350,439 Shares	3,553,786 Shares

#### 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-Cash	
Weiss Group	Aug 02, 2017	423,073	0	59,504 Shares
Weiss Group	Aug 02, 2017	2,517,632	0	353,764 Shares
Weiss Group	Aug 02, 2017	690,274	0	97,085 Shares
Weiss Group	Aug 02, 2017	4,107,709	0	577,193 Shares
Weiss Group	Aug 03, 2017	648,788	0	91,250 Shares
Weiss Group	Aug 03, 2017	210,366	0	29,629 Shares
Weiss Group	Aug 03, 2017	397,648	0	55,928 Shares
Weiss Group	Aug 03, 2017	128,929	0	18,159 Shares
Weiss Group	Aug 04, 2017	744,040	0	104,500 Shares
Weiss Group	Aug 04, 2017	1,213,960	0	170,500 Shares
Weiss Group	Aug 09, 2017	354,640	0	49,600 Shares
Weiss Group	Aug 09, 2017	217,360	0	30,400 Shares
Weiss Group	Aug 10, 2017	2,109	0	295 Shares
Weiss Group	Aug 10, 2017	3,439	0	481 Shares
Weiss Group	Aug 11, 2017	479,066	0	66,961 Shares
Weiss Group	Aug 11, 2017	293,617	0	41,040 Shares
Weiss Group	Aug 15, 2017	2,561	0	358 Shares
Weiss Group	Aug 15, 2017	4,186	0	585 Shares
Weiss Group	Aug 16, 2017	3,199,783	0	446,922 Shares
Weiss Group	Aug 16, 2017	41,519	0	5,806 Shares
Weiss Group	Aug 16, 2017	1,961,158	0	273,920 Shares
Weiss Group	Aug 16, 2017	25,451	0	3,559 Shares

#### 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARBN (if applicable)	Nature of association
Not applicable	

#### 7. Addresses

The addresses of the person named in this form are as follows:

Name	Address
Weiss Asset Management LP	222 Berkeley St., 16 <sup>th</sup> Floor, Boston, MA 02116, USA
Brookdale International Partners, L.P.	c/o Weiss Asset Management LP, 222 Berkeley St., 16 <sup>th</sup> Floor, Boston, MA 02116, USA

Brookdale Global Opportunity Fund	c/o Weiss Asset Management LP, 222 Berkeley St., 16 <sup>th</sup> Floor , Boston, MA 02116, USA
BIP GP LLC	c/o Weiss Asset Management LP, 222 Berkeley St., 16 <sup>th</sup> Floor , Boston, MA 02116, USA
WAM GP LLC	c/o Weiss Asset Management LP, 222 Berkeley St., 16 <sup>th</sup> Floor , Boston, MA 02116, USA
Andrew Weiss	c/o Weiss Asset Management LP, 222 Berkeley St., 16 <sup>th</sup> Floor , Boston, MA 02116, USA

**Signature****print name**

Henry Holderness capacity:

Compliance Associate and person  
authorised to provide holding notifications.

Date

sign here



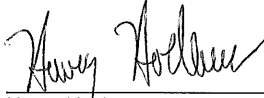
August 18, 2017

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg 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 7 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 units of a company constitute one class unless divided into separate classes.
  - (5) The total number of votes attached to all the voting units in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
  - (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
  - (7) Include details of:
    - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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 arrangements, 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.
- (8) If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".
  - (9) 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.

## Annexure A

This is Annexure A of 1 page to the Form 603 'Notice of initial substantial holder'



Henry Holderness – Compliance Associate and person authorized to provide holding notifications  
Date: 18 August 2017

### DETAILS OF CASH-SETTLED EQUITY SWAPS

<b>Type of derivative instrument</b>	Cash Settled Equity Swaps
<b>Identity of taker</b>	Weiss Group
<b>Relevant security</b>	Astro Japan Property Group ARSN 112 799 854
<b>Entry date</b>	August 2, 2017 – August 16, 2017
<b>Number of securities to which the derivative relates</b>	1,686,405
<b>Price</b>	7.155
<b>Long equity derivative positions held by taker and its associates</b>	1,686,405