

July 18, 2019

**Company Announcement Officer**

State Street Global Advisors,  
Australia, Limited  
(ABN 42 003 914 225)  
Level 17, 420 George Street  
Sydney NSW 2000  
Australia

T +61 2 9240 7600

ssga.com

Dear Announcement Officer

**Notice of Becoming a Substantial Shareholder**

Pursuant to section 671B of the Corporations Act, State Street Corporation hereby advises that it has become a substantial shareholder in Shopping Centres Australasia Property Group RE Limited. The enclosed ASIC Form 603 discloses the required details.

Yours faithfully,



Alison Mitchell  
Compliance VP

# Form 603

Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme Shopping Centres Australasia Property Group RE Limited  
ACN/ARSN 158 809 851

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

Name State Street Corporation and subsidiaries named in Annexures to this form  
ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 16/07/2019

### 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	Person's votes (5)	Voting power (6)
Ord	46,420,876	46,420,876	5.02

### 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
Annexure A		

### 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
Annexure A			

### 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	
Annexure B				

**6. Associates**

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

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

**7. Addresses**

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

Name	Address
Annexure C	

**Signature**

print name **Ian W Appleyard**

Capacity: **Authorised signatory**

sign here



date 18/07/2019

**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 shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares 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 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.
- (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.

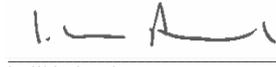


18 July 2019

Ian W Appleyard  
Authorised Signatory

- 3. Details of relevant interests
- 4. Details of present registered holders
- 6. Associates

Holder of relevant interest (Section 3, 4 and 6)	Nature of Relevant Interest (Section 3)	Registered Holder of securities (Section 4)	Person Entitled to be registered as holder (Section 4)	Class and number of Securities (Section 3 and 4)	Nature of Association (Section 6)
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Brown Brothers Harriman	N.A.	Ordinary 240,712	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York Master Custody, Brussels	N.A.	Ordinary 18,153	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank & Trust	N.A.	Ordinary 262,435	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York Master Custody, Brussels	N.A.	Ordinary 20,266	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP Paribas Australia	N.A.	Ordinary 132,384	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Citibank, Hong Kong	N.A.	Ordinary 712,271	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	National Australia Custodian Services	N.A.	Ordinary 1,470,284	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Company, Singapore	N.A.	Ordinary 1,926,443	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Australia Ltd, Sydney	N.A.	Ordinary 4,637,280	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank & Trust	N.A.	Ordinary 11,794,069	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Northern Trust Co. London	N.A.	Ordinary 408,837	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York, Brussels	N.A.	Ordinary 61,961	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Mellon Bank N.A. (Global Trust Dept.) Pittsburgh	N.A.	Ordinary 133,510	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Mellon Bank, N.A.	N.A.	Ordinary 241,813	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Global Services London	N.A.	Ordinary 40,491	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank & Trust	N.A.	Ordinary 19,494,680	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank Master Trust	N.A.	Ordinary 157,918	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Mutual Funds	N.A.	Ordinary 829,327	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Northern Trust Company, Chicago	N.A.	Ordinary 128,254	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Mellon Bank (Boston Safe)	N.A.	Ordinary 936	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank New York	N.A.	Ordinary 369,197	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York, Brussels	N.A.	Ordinary 285,921	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Bank London	N.A.	Ordinary 168,794	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Global Services London	N.A.	Ordinary 165,175	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street	N.A.	Ordinary 42,002	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank & Trust	N.A.	Ordinary 2,448,037	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Bank of New York, London	N.A.	Ordinary 142,785	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Northern Trust Co. London	N.A.	Ordinary 9,904	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	UBS Ag, ZURICH	N.A.	Ordinary 77,031	Subsidiary of State Street Corporation



18 July 2019

Ian W Appleyard  
 Authorised Signatory  
 5. Consideration

Holder of relevant interest	Date of Acquisition	Nature of transaction	Consideration	Class and number of Securities affected
State Street Global Advisors (Japan) Co., Ltd	24-Apr-19	Purchase	2.62	Ordinary 13,924
State Street Global Advisors (Japan) Co., Ltd	28-Jun-19	Purchase	2.39	Ordinary 23,398
State Street Global Advisors Australia Limited	19-Mar-19	In Specie Contribution	n/a	Ordinary 10,179
State Street Global Advisors Australia Limited	21-Mar-19	Purchase	2.54	Ordinary 152,280
State Street Global Advisors Australia Limited	01-Apr-19	In Specie Contribution	n/a	Ordinary 7,740
State Street Global Advisors Australia Limited	03-Apr-19	Purchase	2.60	Ordinary 114,490
State Street Global Advisors Australia Limited	08-Apr-19	In Specie Contribution	n/a	Ordinary 13,932
State Street Global Advisors Australia Limited	17-Apr-19	In Specie Contribution	n/a	Ordinary 9,288
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 473,300
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 33,300
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 2,194
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 203,721
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 56,980
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 94,209
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 80,863
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 56,362
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 73,915
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 357,859
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 53,563
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 53,081
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 52,224
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 229,526
State Street Global Advisors Australia Limited	26-Apr-19	In Specie Contribution	n/a	Ordinary 270,122
State Street Global Advisors Australia Limited	29-Apr-19	In Specie Contribution	n/a	Ordinary 1,548
State Street Global Advisors Australia Limited	30-Apr-19	Purchase	2.56	Ordinary 75,758
State Street Global Advisors Australia Limited	02-May-19	In Specie Contribution	n/a	Ordinary 42,797
State Street Global Advisors Australia Limited	03-May-19	In Specie Contribution	n/a	Ordinary 774
State Street Global Advisors Australia Limited	13-May-19	In Specie Contribution	n/a	Ordinary 75,758
State Street Global Advisors Australia Limited	20-May-19	In Specie Contribution	n/a	Ordinary 21,756
State Street Global Advisors Australia Limited	23-May-19	In Specie Contribution	n/a	Ordinary 1,257,003
State Street Global Advisors Australia Limited	23-May-19	In Specie Contribution	n/a	Ordinary 99,938
State Street Global Advisors Australia Limited	30-May-19	In Specie Contribution	n/a	Ordinary 36,575
State Street Global Advisors Australia Limited	11-Jun-19	In Specie Contribution	n/a	Ordinary 5,191
State Street Global Advisors Australia Limited	19-Jun-19	In Specie Contribution	n/a	Ordinary 10,382
State Street Global Advisors Australia Limited	20-Jun-19	In Specie Contribution	n/a	Ordinary 6,232
State Street Global Advisors Australia Limited	21-Jun-19	Purchase	2.56	Ordinary 11,723
State Street Global Advisors Australia Limited	21-Jun-19	In Specie Contribution	n/a	Ordinary 4,674
State Street Global Advisors Australia Limited	24-Jun-19	In Specie Contribution	n/a	Ordinary 10,114
State Street Global Advisors Australia Limited	26-Jun-19	In Specie Contribution	n/a	Ordinary 14,782
State Street Global Advisors Australia Limited	01-Jul-19	Purchase	2.42	Ordinary 50,000
State Street Global Advisors Australia Limited	01-Jul-19	In Specie Contribution	n/a	Ordinary 20,232
State Street Global Advisors Australia Limited	03-Jul-19	In Specie Contribution	n/a	Ordinary 5,057
State Street Global Advisors Australia Limited	04-Jul-19	In Specie Contribution	n/a	Ordinary 20,200
State Street Global Advisors Australia Limited	11-Jul-19	In Specie Contribution	n/a	Ordinary 20,148
State Street Global Advisors Australia Limited	15-Jul-19	Purchase	2.45	Ordinary 28,112
State Street Global Advisors Inc	29-Mar-19	Purchase	2.64	Ordinary 4,114
State Street Global Advisors Inc	29-Mar-19	In Specie Contribution	n/a	Ordinary 18,711
State Street Global Advisors Inc	01-Apr-19	Purchase	2.62	Ordinary 250,000
State Street Global Advisors Inc	02-Apr-19	Purchase	2.61	Ordinary 887,727
State Street Global Advisors Inc	02-Apr-19	Purchase	2.62	Ordinary 8,374
State Street Global Advisors Inc	10-Apr-19	Purchase	2.55	Ordinary 486,202
State Street Global Advisors Inc	11-Apr-19	Purchase	2.55	Ordinary 105,654
State Street Global Advisors Inc	15-Apr-19	Purchase	2.57	Ordinary 9,311
State Street Global Advisors Inc	16-Apr-19	Purchase	2.55	Ordinary 5,573
State Street Global Advisors Inc	17-Apr-19	In Specie Contribution	n/a	Ordinary 55,767
State Street Global Advisors Inc	22-May-19	Purchase	2.59	Ordinary 5,476
State Street Global Advisors Inc	30-May-19	Purchase	2.53	Ordinary 4,537
State Street Global Advisors Inc	31-May-19	In Specie Contribution	n/a	Ordinary 25,328
State Street Global Advisors Inc	04-Jun-19	Purchase	2.55	Ordinary 10,507
State Street Global Advisors Inc	13-Jun-19	In Specie Contribution	n/a	Ordinary 8,343
State Street Global Advisors Inc	28-Jun-19	Purchase	2.39	Ordinary 30,166
State Street Global Advisors Inc	28-Jun-19	Purchase	2.45	Ordinary 84,246
State Street Global Advisors Inc	01-Jul-19	Purchase	2.42	Ordinary 444,718
State Street Global Advisors Inc	09-Jul-19	Purchase	2.53	Ordinary 10,968
State Street Global Advisors Limited	19-Mar-19	Purchase	2.56	Ordinary 34,895
State Street Global Advisors Limited	20-Mar-19	Purchase	2.56	Ordinary 2,343
State Street Global Advisors Limited	02-Apr-19	Purchase	2.60	Ordinary 2,775
State Street Global Advisors Limited	10-Apr-19	Purchase	2.55	Ordinary 40,863
State Street Global Advisors Limited	15-Apr-19	Purchase	2.55	Ordinary 16,452
State Street Global Advisors Limited	17-Apr-19	Purchase	2.55	Ordinary 5,554
State Street Global Advisors Limited	30-Apr-19	Purchase	2.56	Ordinary 33,866
State Street Global Advisors Limited	14-May-19	Purchase	2.52	Ordinary 2,783
State Street Global Advisors Limited	21-May-19	Purchase	2.61	Ordinary 5,572
State Street Global Advisors Limited	30-May-19	Purchase	2.52	Ordinary 2,786
State Street Global Advisors Limited	31-May-19	Purchase	2.53	Ordinary 32,256
State Street Global Advisors Limited	04-Jun-19	Purchase	2.56	Ordinary 2,788
State Street Global Advisors Limited	06-Jun-19	Purchase	2.57	Ordinary 10,641
State Street Global Advisors Limited	11-Jun-19	Purchase	2.60	Ordinary 5,576
State Street Global Advisors Limited	12-Jun-19	Purchase	2.64	Ordinary 2,788
State Street Global Advisors Limited	13-Jun-19	Purchase	2.63	Ordinary 16,734



18 July 2019

Ian W Appleyard  
Authorised Signatory

7. Addresses

Name	Address
State Street Global Advisors (Japan) Co., Ltd	Toranomom Hills Mori Tower 25F, 1-23-1 Toranomom, Minato-ku, Tokyo, 105-6325 Japan
State Street Global Advisors Australia Limited	Level 17, 420 George Street Sydney, NSW 2000, Australia
State Street Global Advisors Inc	One Iron Street Boston, MA 02210, USA
State Street Global Advisors Limited	20 Churchill Place, London E14 5HJ, UK
State Street Global Advisors Asia Limited	68th Floor, Two International Finance Centre, 8 Finance Street, Central, Hong Kong, China.