

Pendal Group Limited

Level 14, The Chifley Tower  
2 Chifley Square  
Sydney NSW 2000  
Australia

ABN 28 126 385 822

**PENDAL**

Company Announcements Platform  
Australian Securities Exchange Limited  
20 Bridge Street  
SYDNEY NSW 2000

29 June 2020

Dear Sir/Madam

**Re: Notice of Change of Interests of Substantial Holder**

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Change of Interests of Substantial Holder (Form 604) in respect of Centuria Industrial REIT (CIP).

Yours faithfully



Joanne Hawkins  
Group Company Secretary

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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 INDUSTRIAL REIT (CIP)  
ACN/ARSN ACN 090 939 192

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

Name PENDAL GROUP LIMITED (PDL)  
ACN/ARSN (if applicable) ACN 126 385 822

There was a change in the interests of the substantial holder on 25/06/2020

The previous notice was given to the company on 20/04/2020

The previous notice was dated 17/04/2020

#### 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	27,824,627	7.01%	23,865,707	5.96%

#### 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
25/06/2020	PDL & its Associates, Pental Fund Services Limited, Pental 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
Pendal Fund Services Limited *	State Street Australia Limited  HSBC Custody Nominees (Australia) Limited.	State Street Australia Limited  HSBC Custody Nominees (Australia) Limited.	Pendal 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.	14,424,890 Ordinary	164,424,890
Pendal Institutional Limited	HSBC Custody Nominees (Australia) Limited.  National Nominees Limited  State Street Australia Limited  Citicorp Nominees Pty Limited	HSBC Custody Nominees (Australia) Limited.  National Nominees Limited  State Street Australia Limited  Citicorp Nominees Pty Limited	Pendal 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..	9,440,817 Ordinary	9,440,817

\* Pendal Fund Services Limited has appointed Pendal Institutional Limited to act as the investment manager of the trusts of which it is responsible entity, giving Pendal Institutional Limited the capacity to exercise the power to vote or dispose of the shares. Pendal Institutional Limited therefore also has a relevant interest in shares in which Pendal 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
Pendal Group Limited (PDL)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Fund Services Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Institutional Limited	Level 14, Chifley Tower, 2 Chifley Square SYDNEY NSW 2000
CENTURIA INDUSTRIAL REIT (CIP)	CENTURIA INDUSTRIAL REIT (CIP) Level 41, Chifley Tower 2 Chifley Square Sydney NSW 2000

Signature

Print name Joanne Hawkins Capacity Company Secretary

Sign here  Date 29/06/2020

## 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 Pental Group Limited ACN 126 385 822

Joanne Hawkins – Company Secretary, Pental Group Limited – 29/06/2020

**TRANSACTION HISTORY**

Sales & Purchases for the period : 20/04/2020 to 25/06/2020

SECURITY: CIP

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**Pental Fund Services Limited**

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<b>Date</b>	<b>Registered Company</b>	<b>Nature of Change</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>	<b>Person's votes affected</b>
20/04/2020	HSBC Custody Nominees (Australia) Limited.	Buy	52,176	142,440.48	Ordinary	52,176
20/04/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-71,492	-195,173.16	Ordinary	71,492
6/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-187,516	-489,904.30	Ordinary	187,516
8/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-138,730	-365,831.01	Ordinary	138,730
15/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-6,793	-17,602.70	Ordinary	6,793
15/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-814	-2,109.32	Ordinary	814
18/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-13,195	-34,667.22	Ordinary	13,195
18/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-110,080	-289,213.18	Ordinary	110,080
19/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-3,821	-10,157.36	Ordinary	3,821
19/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-12,136	-32,261.13	Ordinary	12,136
19/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-152,245	-399,095.04	Ordinary	152,245
19/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-7,311	-19,165.06	Ordinary	7,311
19/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-39,884	-104,551.92	Ordinary	39,884
25/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-6,382	-17,224.38	Ordinary	6,382
25/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-33,846	-91,346.97	Ordinary	33,846
25/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-6,673	-18,009.76	Ordinary	6,673
25/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-9,971	-26,910.73	Ordinary	9,971
25/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-19,333	-52,177.83	Ordinary	19,333
25/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-4,994	-13,478.31	Ordinary	4,994
25/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-18,089	-48,820.40	Ordinary	18,089
25/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-133,246	-360,483.73	Ordinary	133,246
26/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-39,999	-112,489.19	Ordinary	39,999
26/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-1,419	-3,990.65	Ordinary	1,419
26/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-11,445	-32,186.77	Ordinary	11,445
26/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-44,271	-124,038.49	Ordinary	44,271
27/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-70,893	-197,933.26	Ordinary	70,893
27/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-85,309	-238,182.73	Ordinary	85,309
28/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-105,707	-299,711.06	Ordinary	105,707
28/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-127,204	-360,661.50	Ordinary	127,204
29/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-194,188	-557,960.38	Ordinary	194,188
1/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-11,193	-32,290.69	Ordinary	11,193
1/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-5,352	-15,439.98	Ordinary	5,352
1/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-14,579	-42,058.96	Ordinary	14,579

2/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-31,123	-89,948.58	Ordinary	31,123
3/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-101,149	-290,611.19	Ordinary	101,149
4/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-81,544	-246,393.35	Ordinary	81,544
4/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-105,927	-320,069.02	Ordinary	105,927
9/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-9,095	-27,466.90	Ordinary	9,095
22/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-8,734	-29,782.94	Ordinary	8,734
25/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-536,376	-1,714,633.16	Ordinary	536,376
	<b>Total</b>		<b>-2,509,882</b>	<b>-7,181,591.84</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
6/05/2020	State Street Australia Limited	Sell	-346	-903.96	Ordinary	346
6/05/2020	State Street Australia Limited	Sell	-3,949	-10,317.16	Ordinary	3,949
15/05/2020	State Street Australia Limited	Sell	-1,291	-3,345.37	Ordinary	1,291
18/05/2020	State Street Australia Limited	Sell	-20,923	-54,971.00	Ordinary	20,923
19/05/2020	State Street Australia Limited	Sell	-735	-1,953.85	Ordinary	735
19/05/2020	State Street Australia Limited	Sell	-10,049	-26,342.45	Ordinary	10,049
25/05/2020	State Street Australia Limited	Sell	-1,052	-2,839.24	Ordinary	1,052
25/05/2020	State Street Australia Limited	Sell	-1,204	-3,249.48	Ordinary	1,204
25/05/2020	State Street Australia Limited	Sell	-3,009	-8,140.55	Ordinary	3,009
26/05/2020	State Street Australia Limited	Sell	-1,000	-2,801.80	Ordinary	1,000
27/05/2020	State Street Australia Limited	Sell	-1,876	-5,237.79	Ordinary	1,876
28/05/2020	State Street Australia Limited	Sell	-2,797	-7,930.33	Ordinary	2,797
29/05/2020	State Street Australia Limited	Sell	-2,382	-6,844.20	Ordinary	2,382
29/05/2020	State Street Australia Limited	Sell	-2,250	-6,464.93	Ordinary	2,250
3/06/2020	State Street Australia Limited	Sell	-2,289	-6,576.53	Ordinary	2,289
4/06/2020	State Street Australia Limited	Sell	-2,390	-7,221.62	Ordinary	2,390
	<b>Total</b>		<b>-57,542</b>	<b>-155,140.25</b>		
	<b>Pendal Fund Services Limited</b>		<b>-2,567,424</b>	<b>-7,336,732</b>		

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#### Pendal Institutional Limited

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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
24/04/2020	Citicorp Nominees Pty Limited	Sell	-47,780	-126,067.53	Ordinary	47,780
1/05/2020	Citicorp Nominees Pty Limited	Sell	-142,998	-373,567.98	Ordinary	142,998
6/05/2020	Citicorp Nominees Pty Limited	Sell	-16,403	-42,854.48	Ordinary	16,403
6/05/2020	Citicorp Nominees Pty Limited	Sell	-3,192	-8,339.42	Ordinary	3,192
6/05/2020	Citicorp Nominees Pty Limited	Sell	-4,265	-11,142.74	Ordinary	4,265
6/05/2020	Citicorp Nominees Pty Limited	Sell	-6,372	-16,647.49	Ordinary	6,372
6/05/2020	Citicorp Nominees Pty Limited	Sell	-11,264	-29,428.33	Ordinary	11,264
6/05/2020	Citicorp Nominees Pty Limited	Sell	-29,058	-75,916.93	Ordinary	29,058
6/05/2020	Citicorp Nominees Pty Limited	Sell	-12,356	-32,281.29	Ordinary	12,356
6/05/2020	Citicorp Nominees Pty Limited	Sell	-4,890	-12,775.61	Ordinary	4,890
6/05/2020	Citicorp Nominees Pty Limited	Sell	-23,894	-62,660.60	Ordinary	23,894
6/05/2020	Citicorp Nominees Pty Limited	Sell	-7,239	-18,912.61	Ordinary	7,239
6/05/2020	Citicorp Nominees Pty Limited	Sell	-299	-781.17	Ordinary	299

8/05/2020	Citicorp Nominees Pty Limited	Sell	-89,403	-235,755.71	Ordinary	89,403
15/05/2020	Citicorp Nominees Pty Limited	Sell	-11,158	-28,913.73	Ordinary	11,158
18/05/2020	Citicorp Nominees Pty Limited	Sell	-54,824	-144,039.10	Ordinary	54,824
18/05/2020	Citicorp Nominees Pty Limited	Sell	-50,263	-132,055.98	Ordinary	50,263
18/05/2020	Citicorp Nominees Pty Limited	Sell	-75,715	-198,926.02	Ordinary	75,715
19/05/2020	Citicorp Nominees Pty Limited	Sell	-9,953	-26,458.06	Ordinary	9,953
19/05/2020	Citicorp Nominees Pty Limited	Sell	-70,511	-184,837.54	Ordinary	70,511
25/05/2020	Citicorp Nominees Pty Limited	Sell	-63,616	-171,693.22	Ordinary	63,616
25/05/2020	Citicorp Nominees Pty Limited	Sell	-85,453	-231,184.55	Ordinary	85,453
26/05/2020	Citicorp Nominees Pty Limited	Sell	-28,392	-79,548.71	Ordinary	28,392
27/05/2020	Citicorp Nominees Pty Limited	Sell	-53,373	-149,017.42	Ordinary	53,373
28/05/2020	Citicorp Nominees Pty Limited	Sell	-79,583	-225,641.68	Ordinary	79,583
29/05/2020	Citicorp Nominees Pty Limited	Sell	-123,620	-355,197.35	Ordinary	123,620
3/06/2020	Citicorp Nominees Pty Limited	Sell	-65,181	-187,271.53	Ordinary	65,181
4/06/2020	Citicorp Nominees Pty Limited	Sell	-65,977	-199,356.10	Ordinary	65,977
9/06/2020	Citicorp Nominees Pty Limited	Sell	-13,437	-40,579.74	Ordinary	13,437
	<b>Total</b>		<b>-1,250,559</b>	<b>-3,401,853</b>		

<b>Date</b>	<b>Registered Company</b>	<b>Nature of Change</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>	<b>Person's votes affected</b>
20/04/2020	HSBC Custody Nominees (Australia) Limited.	Buy	19,316	52,732.68	Ordinary	19,316
19/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-631	-1,677.39	Ordinary	631
26/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-9,198	-25,867.54	Ordinary	9,198
26/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-267	-750.88	Ordinary	267
26/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-3,119	-8,771.56	Ordinary	3,119
27/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-12,666	-35,363.47	Ordinary	12,666
28/05/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-18,885	-53,544.64	Ordinary	18,885
4/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-16,162	-48,835.10	Ordinary	16,162
9/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-4,839	-14,613.78	Ordinary	4,839
9/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-1,006	-3,038.12	Ordinary	1,006
9/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-1,216	-3,672.32	Ordinary	1,216
25/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-92,264	-294,940.33	Ordinary	92,264
	<b>Total</b>		<b>-140,937</b>	<b>-438,342</b>		

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**Pendal Institutional Limited**

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**-1,391,496    -3,840,195**