

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme	Industria Company No. 1 Limited (ACN 010 794 957) and Dexus Asset Management Limited (ACN 080 674 479) as responsible entity of Industria Trust No. 1 (ARSN 125 862 875), Industria Trust No. 2 (ARSN 125 862 491), Industria Trust No. 3 (ARSN 166 150 938) and Industria Trust No. 4 (ARSN 166 163 186) (together Dexus Industria REIT)
ACN/ARSN	As above.

1. Details of substantial holder (1)

Name	<ul style="list-style-type: none"> Dexus Nominee Pty Limited (ACN 650 020 643) (Dexus Nominee); Dexus Funds Management Ltd (ACN 060 920 783) as responsible entity for Dexus Diversified Trust (ARSN 089 324 541) (DDF); and each related body corporate of Dexus Funds Management Ltd (including those described in this form)
ACN/ARSN (if applicable)	As above.

There was a change in the interests of the substantial holder on	<u>21 / 10 / 2021</u>
The previous notice was given to the company on	<u>20 / 09 / 2021</u>
The previous notice was dated	<u>20 / 09 / 2021</u>

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 to 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 fully paid stapled securities in Dexus Industria REIT	37,765,996	17.39%	59,920,585	18.81%

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
Please refer to 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
Dexus Nominee and DDF	DDF	DDF	DDF – Relevant interest under section 601(1)(a) of the <i>Corporations Act 2001</i> (Cth) (Corporations Act) as registered holder of the securities. Dexus Nominee – DDF and Dexus Nominee are associates as a result of the operation of s 12(2)(a) of the <i>Corporations Act</i> .	11,382,460	11,382,460

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
Dexus RE Limited (ACN 627 612 202) in its capacity as responsible entity for APD Trust Dexus Nominee and DDF	Perpetual Corporate Trust Limited (Perpetual) <APN RE Limited RE APD A/C>	Perpetual	DXRE as responsible entity for APD Trust - Relevant interest under section 608(1)(b) and/or 608(1)(c) of the Corporations Act. Dexus Nominee and DDF – Relevant interest under section 608(3)(b) of the Corporations Act by virtue of controlling DXRE.	44,261,005	44,261,005
Dexus Asset Management Limited (ACN 080 674 479) (DXAM) in its capacity as responsible entity for APN Property for Income Fund (ARSN 090 467 208) (APN PFIF) Dexus Nominee and DDF	National Nominees Limited (National Nominees)	National Nominees	DXAM – Relevant interest under section 608(1)(b) and/or 608(1)(c) of the Corporations Act. Dexus Nominee and DDF – Relevant interest under section 608(3)(b) of the Corporations Act by virtue of controlling DXAM.	292,869 Stapled Securities	292,869
DXAM in its capacity as responsible entity for APN Property for Income Fund No.2 (ARSN 113 296 110) (APN PFIF No.2) Dexus Nominee and DDF	National Nominees	National Nominees	DXAM – Relevant interest under section 608(1)(b) and/or 608(1)(c) of the Corporations Act. Dexus Nominee and DDF – Relevant interest under section 608(3)(b) of the Corporations Act by virtue of controlling DXAM.	92,684 Stapled Securities	92,684
DXAM in its capacity as responsible entity for APN AREIT Fund (ARSN 134 361 229) (APN AREIT) Dexus Nominee and DDF	National Nominees	National Nominees	DXAM – Relevant interest under section 608(1)(b) and/or 608(1)(c) of the Corporations Act. Dexus Nominee and DDF – Relevant interest under section 608(3)(b) of the Corporations Act by virtue of controlling DXAM.	3,419,874 Stapled Securities	3,419,874
DXAM as manager appointed by Colonial First State Investment Services to manage APN CFS AREIT Fund (APN CFS AREIT) Dexus Nominee and DDF	Northern Trust (SG)	Northern Trust (SG)	DXAM – Relevant interest under section 608(1)(b) and/or 608(1)(c) of the Corporations Act. Dexus Nominee and DDF – Relevant interest under section 608(3)(b) of the Corporations Act by virtue of controlling DXAM.	471,693 Stapled Securities	471,693

5. Changes in association

The persons who have become associates (2) of, 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
N/A	N/A

6. Addresses

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

Name	Address
DXAM	Level 30, 101 Collins Street, Melbourne 3000 Victoria, Australia
DXRE	Level 30, 101 Collins Street, Melbourne 3000 Victoria, Australia
Colonial First State Investment Services	11 Harbour Street, Sydney, NSW 2000
Dexus Nominee	Australia Square, Level 25, 264-278 George St, Sydney NSW 2000
DDF	Australia Square, Level 25, 264-278 George St, Sydney NSW 2000
National Nominees Limited	Level 12, 500 Bourke Street, Melbourne, VIC 3001
Northern Trust (SG)	One George Street #12-06 Singapore 049145
Perpetual Corporate Trust Limited	Level 18 Angel Place, 123 Pitt Street, Sydney 2000

Signatureprint name Brett Cameroncapacity Company Secretarysign here date 22/10/2021**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 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 or 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 (eg if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure "A"

This is annexure "A" of 1 page referred to in Form 604.

Entity name: Industria Company No. 1 Limited (ACN 010 794 957) and Dexus Asset Management Limited (ACN 080 674 479) as responsible entity of Industria Trust No. 1 (ARSN 125 862 875), Industria Trust No. 2 (ARSN 125 862 491), Industria Trust No. 3 (ARSN 166 150 938) and Industria Trust No. 4 (ARSN 166 163 186) (together **Dexus Industria REIT**)

ARSN: See above.

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
7-Oct-2021	DXRE as responsible entity for APD Trust Dexus Nominee and DDF	Sell		(3,529,926) securities	Increased relevant interest to 17.58%
7-Oct-2021	DXRE as responsible entity for APD Trust Dexus Nominee and DDF	Buy		3,529,926 securities	
7-Oct-2021	DXAM as responsible entity for APN AREIT Dexus Nominee and DDF	Subscribe for securities in Placement		1,088,918 securities	
7-Oct-2021	DXAM as manager appointed by Colonial First State to manage APN CFS AREIT Dexus Nominee and DDF	Subscribe for securities in Placement		150,191 securities	
7-Oct-2021	DXAM as responsible entity for APN PFIF Dexus Nominee and DDF	Subscribe for securities in Placement		93,252 securities	
7-Oct-2021	DXAM as responsible entity for APN PFIF2 Dexus Nominee and DDF	Subscribe for securities in Placement		29,511 securities	
7-Oct-2021	Dexus Nominee and DDF	Subscribe for securities in Placement		551,665 securities	
7-Oct-2021	DXRE as responsible entity for APD Trust Dexus Nominee and DDF	Subscribe for securities in Placement		11,065,251 securities	
21-Oct-2021	Dexus Nominee and DDF	Subscribe for securities in sub-underwriting of Retail Entitlement Offer		9,175,801	Increased relevant interest to 18.81%



Signed by: _____

Name: Brett Cameron

Date: 22 / 10 / 2021