

**Form 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme Ingenia Communities Group  
ACN/ARSN 154 444 925 / 122 928 410 / 107 459 576

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

Name The Vanguard Group, Inc.  
ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on 01 June 2015

The previous notice was given to the company on 19 March 2015

The previous notice was dated 19 March 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 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 (Vanguard Investments Australia Ltd)	41,348,441	4.70%	43,330,833	4.91%
Ordinary (The Vanguard Group Inc.)	3,778,381	0.43%	10,854,239	1.23%
Total	45,126,822	5.13%	54,185,072	6.14%

**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
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
Vanguard Investments Australia Ltd	JP Morgan Chase Bank, N.A. and various other custodians	Vanguard Investments Australia Ltd is the manager of various superannuation funds, institutional investor portfolios and unit trusts and in that capacity can exercise the power to vote and/or dispose of the shares	Beneficial Owner	Ordinary – 43,330,833	43,330,833
The Vanguard Group, Inc.	JP Morgan Chase Bank, N.A.	The Vanguard Group, Inc. is the manager of various Mutual funds and accounts and in that capacity has the power to dispose of the shares	Beneficial Owner	Ordinary – 6,211,275	6,211,275
The Vanguard Group, Inc.	Brown Brothers Harriman	The Vanguard Group, Inc. is the manager of various Mutual funds and accounts and in that capacity has the power to dispose of the shares	Beneficial Owner	Ordinary – 4,642,964	4,642,964

**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**

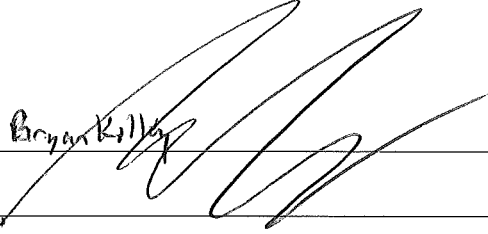
The addresses of persons named in this form are as follows:

Name	Address
Vanguard Investments Australia Ltd	Level 34, 2 Southbank Blvd, Southbank 3006 VIC Australia
The Vanguard Group, Inc.	P.O. Box 2600, V26 Valley Forge, PA 19482 USA Attn: Nick Gould Compliance Manager Vanguard_Fund_Compliance@Vanguard.com

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**Signature**

print name



capacity

Principal

sign here

date

04 June 2015

<b>To Company</b>	Ingenia Communities Group
<b>ACN/ARSN</b>	154 446 925 / 122 928 410 / 107 459 576
<b>Substantial Holder Name</b>	The Vanguard Group, Inc.
<b>ACN/ARSN</b>	N/A

Date of Change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class	Number of securities affected	Person's voting affected
19-Mar-15	Vanguard Investments Australia Ltd	Buy	0.39	Ordinary	254,312	254,312
20-Mar-15	Vanguard Investments Australia Ltd	Buy	0.39	Ordinary	24,748	24,748
26-Mar-15	Vanguard Investments Australia Ltd	Buy	0.40	Ordinary	24,720	24,720
31-Mar-15	Vanguard Investments Australia Ltd	Buy	0.40	Ordinary	24,720	24,720
14-Apr-15	Vanguard Investments Australia Ltd	Buy	0.39	Ordinary	24,720	24,720
17-Apr-15	Vanguard Investments Australia Ltd	Buy	0.40	Ordinary	37,080	37,080
28-Apr-15	Vanguard Investments Australia Ltd	Buy	0.41	Ordinary	24,720	24,720
1-May-15	Vanguard Investments Australia Ltd	Buy	0.42	Ordinary	24,720	24,720
4-May-15	Vanguard Investments Australia Ltd	Buy	0.42	Ordinary	78,573	78,573
5-May-15	Vanguard Investments Australia Ltd	Buy	0.42	Ordinary	199,227	199,227
6-May-15	Vanguard Investments Australia Ltd	Buy	0.42	Ordinary	37,080	37,080
14-May-15	Vanguard Investments Australia Ltd	Buy	0.42	Ordinary	24,720	24,720
25-May-15	Vanguard Investments Australia Ltd	Buy	0.40	Ordinary	24,720	24,720
26-May-15	Vanguard Investments Australia Ltd	Buy	0.40	Ordinary	37,080	37,080
1-Jun-15	Vanguard Investments Australia Ltd	Buy	0.41	Ordinary	1,141,252	1,141,252
18-Mar-15	The Vanguard Group, Inc.	Buy	0.40	Ordinary	1,930,465	1,930,465
18-Mar-15	The Vanguard Group, Inc.	Buy	0.40	Ordinary	69,535	69,535
19-Mar-15	The Vanguard Group, Inc.	Buy	0.39	Ordinary	1,705	1,705
19-Mar-15	The Vanguard Group, Inc.	Buy	0.39	Ordinary	284,815	284,815
19-Mar-15	The Vanguard Group, Inc.	Buy	0.39	Ordinary	62	62
19-Mar-15	The Vanguard Group, Inc.	Buy	0.39	Ordinary	10,259	10,259
19-Mar-15	The Vanguard Group, Inc.	Buy	0.39	Ordinary	629	629
19-Mar-15	The Vanguard Group, Inc.	Buy	0.39	Ordinary	104,926	104,926
20-Mar-15	The Vanguard Group, Inc.	Buy	0.39	Ordinary	2,598,536	2,598,536
20-Mar-15	The Vanguard Group, Inc.	Buy	0.39	Ordinary	93,597	93,597
20-Mar-15	The Vanguard Group, Inc.	Buy	0.39	Ordinary	957,307	957,307
21-Apr-15	The Vanguard Group, Inc.	Buy	0.39	Ordinary	91,865	91,865
22-Apr-15	The Vanguard Group, Inc.	Buy	0.39	Ordinary	253,998	253,998
1-May-15	The Vanguard Group, Inc.	Buy	0.40	Ordinary	7,142	7,142
4-May-15	The Vanguard Group, Inc.	Buy	0.41	Ordinary	41,264	41,264
6-May-15	The Vanguard Group, Inc.	Buy	0.42	Ordinary	14,742	14,742
6-May-15	The Vanguard Group, Inc.	Buy	0.42	Ordinary	7,412	7,412
7-May-15	The Vanguard Group, Inc.	Buy	0.41	Ordinary	138,983	138,983
7-May-15	The Vanguard Group, Inc.	Buy	0.41	Ordinary	69,882	69,882
8-May-15	The Vanguard Group, Inc.	Buy	0.42	Ordinary	12,124	12,124
8-May-15	The Vanguard Group, Inc.	Buy	0.42	Ordinary	6,096	6,096
11-May-15	The Vanguard Group, Inc.	Buy	0.42	Ordinary	50,077	50,077
12-May-15	The Vanguard Group, Inc.	Buy	0.42	Ordinary	58,045	58,045
13-May-15	The Vanguard Group, Inc.	Buy	0.41	Ordinary	27,893	27,893
14-May-15	The Vanguard Group, Inc.	Buy	0.41	Ordinary	212,327	212,327
15-May-15	The Vanguard Group, Inc.	Buy	0.41	Ordinary	32,172	32,172

This is Annexure A of 1 page referred to in Form 604, Notice of change of interests of substantial holder.

Signature

Date

4-Jun-15