

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme GPT Metro Office Fund

ACN/ARSN ARSN 169 500 476 2016

1. Details of substantial shareholder(1)

Name Centuria Capital Limited ACN 095 454 336 and Centuria Property Funds Limited ACN 086 553 639 in its capacity as responsible entity of Centuria Metropolitan REIT No.1 ARSN 124 364 718 and No.2 ARSN 124 364 656 and in its capacity as trustee of the Centuria Special Opportunities Fund

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

01 / 07 / 2016

The previous notice was given to the company on

20 / 06 / 2016

The previous notice was dated

20 / 06 / 2016

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 units	37,363,496	29.07%	20,676,669	16.09%

* See annexure A for details of the change in voting power which relates to the sale by GPT Management Holdings Limited (an associate of Centuria Capital Limited) of its interest in 16,686,827 units in GPT Metro Office Fund (such that Centuria Limited's voting power is no longer calculated by including the units formerly held by GPT Management Holdings Limited).

3. Changes in relevant interests

See Annexure A

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 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

4. Present relevant interests

See Annexure A

Particulars of each relevant interest of the substantial shareholder 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

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

6. Addresses

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

See Annexure A

Name	Address

Signature

print name James Lonie

capacity Company Secretary

sign here



date 5/07/2016

DIRECTIONS

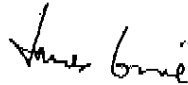
- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially 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

Centuria Capital Limited ACN 095 454 336 and Centuria Property Funds Limited ACN 086 553 639 in its capacity as responsible entity of Centuria Metropolitan REIT No. 1 ARSN 124 364 718 and No. 2 ARSN 124 364 656 and in its capacity as trustee of the Centuria Special Opportunities Fund

This is Annexure A of 2 pages referred to in Form 604 - Notice of change of interests of substantial holder



Signed by:

James Lonie, Company Secretary

5 July 2016

Date:

3. Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
01/07/2016	GPT Management Holdings Limited (ACN 113 510 188) (GPT Management), an associate of Centuria Capital Limited	Sale of 16,686,827 ordinary units held by GPT Management to Growthpoint Properties Australia Limited (ACN 124 093 901)	\$40,882,726.15 cash (representing \$2.45 per unit)	16,686,827 ordinary units	16,686,827

4. Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered holder	Nature of relevant interest	Class and number of securities	Person's votes
Centuria Property Funds Limited in its capacity as trustee of the Centuria Special Opportunities Fund	Centuria Property Funds Limited in its capacity as trustee of the Centuria Special Opportunities Fund		Person having the power to exercise, or control the exercise, of a right to vote attached to the securities and/or the power to dispose of, or	16,195,760 ordinary units	16,195,760

Holder of relevant interest	Registered holder of securities	Person entitled to be registered holder	Nature of relevant interest	Class and number of securities	Person's votes
			control the exercise of a power to dispose of, the securities (s 608(1)(b) and (c))		
Centuria Property Funds Limited in its capacity as the responsible entity of Centuria Metropolitan REIT No.1 and No.2 ARSN 124 364 718 and 124 364 656	Australian Executor Trustees Limited ABN 84 007 869 794 as custodian for Centuria Property Funds Limited in its capacity as the responsible entity of Centuria Metropolitan REIT No.1 and No.2 ARSN 124 364 718 and 124 364 656	Centuria Property Funds Limited in its capacity as the responsible entity of Centuria Metropolitan REIT No.1 and No.2 ARSN 124 364 718 and 124 364 656	Person having the power to exercise, or control the exercise, of a right to vote attached to the securities and/or the power to dispose of, or control the exercise of a power to dispose of, the securities (s 608(1)(b) and (c))	4,480,909 ordinary units	4,480,909
Centuria Capital Limited ACN 095 454 336	Centuria Property Funds Limited in its capacity as the responsible entity of Centuria Metropolitan REIT No.1 and No.2 ARSN 124 364 718 and 124 364 656 and in its capacity as trustee of the Centuria Special Opportunities Fund		Relevant interest under s 608(3) as the holding company of Centuria Property Funds Limited and as the sole unitholder in the Centuria Special Opportunities Fund	20,676,669 ordinary units	20,676,669

6. Addresses

Name and ACN/ARSN (if applicable)	Address
Centuria Capital Limited ACN 095 454 336	Level 39, 100 Miller Street, NORTH SYDNEY, NSW, AUSTRALIA, 2060
Centuria Property Funds Limited ACN 086 553 639	Level 39, 100 Miller Street, NORTH SYDNEY, NSW, AUSTRALIA, 2060
GPT Management	Level 51, MLC Centre, 19 Martin Place, SYDNEY, NSW, AUSTRALIA, 2000