

Allens Arthur Robinson



Date 30 September 2011
Page 1 of 5 (double-sided)
From Marcus King
To **Company Announcements Office**, Australian Stock
 Exchange, Sydney
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Dear Sirs

Notice of ceasing to be a substantial holder

Attached is a Form 605 Notice of ceasing to be a substantial holder which is lodged on behalf of
 Midtown Acquisitions L.P.

Yours sincerely

Marcus King
 Lawyer
 Marcus.King@aar.com.au
 T +61 3 9613 8314

Our Ref MSKM:120124063

mskm A0118917964v1 120124063 30.9.2011

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Form 605
Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

1a Company Name/Scheme Centro Retail Group (comprising Centro MCS Manager Limited (ACN 051 908 984) in its capacity as responsible entity of Centro Retail Trust (ARSN 104 931 828) and Centro Retail Limited (ACN 114 757 783)

ACN/ARSN As above

1. Details of substantial holder (1)

Name Midtown Acquisitions L.P.
ACN/ARSN (if applicable) Not applicable

The holder ceased to be a substantial holder on 16/9/2011
The previous notice was given to the company on 10/08/2011
The previous notice was dated 10/08/2011

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
N/A	N/A	N/A	N/A	N/A	N/A

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

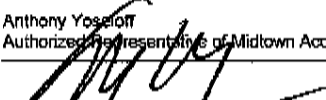
Name and ACN/ARSN (if applicable)	Nature of association
See Annexure A	N/A

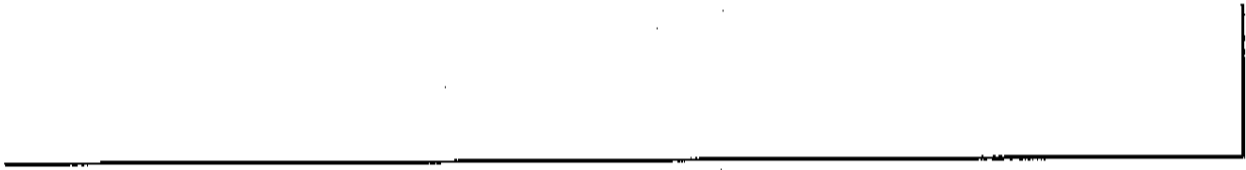
4. Addresses

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

Name	Address
See Annexure A	

Signature

print name Anthony Yosefott capacity Manager
Authorized Representative of Midtown Acquisitions L.P.
sign here  date 9/27/2011



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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) Details of the consideration must include any and all benefits, moneys 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 605.

Signature	This form must be signed by either a director or a secretary of the substantial holder.
Lodging period	Nil
Lodging Fee	Nil
Other forms to be completed	Nil
Additional information	<p>(a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.</p> <p>(b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.</p> <p>(c) The person must give a copy of this notice:</p> <ul style="list-style-type: none"> (i) within 2 business days after they become aware of the information; or (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if: <ul style="list-style-type: none"> (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and (B) the person becomes aware of the information during the bid period.
Annexures	<p>To make any annexure conform to the regulations, you must</p> <ol style="list-style-type: none"> 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides 2 show the corporation name and ACN or ARBN 3 number the pages consecutively 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied 5 identify the annexure with a mark such as A, B, C, etc 6 endorse the annexure with the words: <i>This is annexure (mark) of (number) pages referred to in form (form number and title)</i> 7 sign and date the annexure. <p>The annexure must be signed by the same person(s) who signed the form.</p>

Information in this guide is intended as a guide only. Please consult your accountant or solicitor for further advice.

Centro Retail Group (comprising Centro Retail Trust and Centro Retail Limited)
Centro Retail Trust (ARSN 104 931 928) and Centro Retail Limited (ACN 114 757 783)

This is Annexure "A" of 3 pages referred to in ASIC Form 603 (Notice of Initial substantial holder)

Signature
Name:
Position:
Date:


Anthony Yosseloff
Manager, Authorised Representative of Midtown Acquisitions LP
27 September 2011

Changes in association and addresses of the persons named in ASIC Form 603
The persons who have ceased to be associates of the substantial holder in relation to voting interests in the company are listed below.
The addresses of persons named in this form are as follows.

Name	Address
Substantial holder	
Midtown Acquisitions L.P.	65 East 55 th Street, New York, NY 10022, United States
The persons who have ceased to be associates of the substantial holder in relation to voting interests in the company	
CPT Manager Limited as responsible entity for Centro Property Trust	Corporate Offices, 3 rd Floor, Centro The Glen, 235 Springvale Road, Glen Waverley Victoria 3150, Australia
ADM Gallus Fund 1 Limited	4 th Floor, Scotia Centre, PO Box 286, Grand Cayman, KY-1104, Cayman Islands
AG S-year Fund International Partners, L.P.	245 Park Avenue, New York, NY 10167, United States
Silver Oak Capital, L.L.C.	245 Park Avenue, New York, NY 10167, United States
Appalosa Investment L.P. 1.	c/o The Corporation Trust Company, 1208 Orange Street, Wilmington, Delaware 19801, United States
Palomino Fund Limited	c/o Ogier Fiduciary Services, Memours Chambers, Road Town, Tortola, British Virgin Islands
Thoroughbred Fund L.P.	c/o The Corporation Trust Company, 1208 Orange Street, Wilmington, Delaware 19801, United States
Thoroughbred Master Limited	c/o Ogier Fiduciary Services, Memours Chambers, Road Town, Tortola, British Virgin Islands
Archview Credit Opportunities Fund L.P.	C/O the Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, DE 19808, United States
Archview Credit Opportunities Master Fund Ltd.	Cayman Islands
Merrill Lynch Credit Products LLC	Merrill Lynch Credit Products LLC Corporation Trust Center, 1208 Orange Street, Wilmington, Delaware 19801, United States
Merrill Lynch International	Merrill Lynch International, 2 King Edward Street, London EC1A 1HQ, United Kingdom
Barclays Bank PLC	745 7 th Avenue, 18 th Floor, New York, NY 10019, United States
BNP Paribas	BNP Paribas Value Preservation Group, 80 Castlereagh Street, Sydney NSW 2000, Australia

Centro Retail Group (comprising Centro Retail Trust and Centro Retail Limited)
Centro Retail Trust (ARSN 104 931 928) and Centro Retail Limited (ACN 114 757 783)

Annexure "A"

Name	Address
Centerbridge Credit Partners, LP	National Corporate Research Ltd., 615 South DuPont Highway, City of Dover, County of Kent, DE 19801, United States
Centerbridge Credit Partners TE Intermediate I, LP	The Corporation Trust Company, Corporation Trust Center, 1208 Orange Street, County of New Castle, Wilmington DE, 19801, United States
Centerbridge Credit Partners Offshore Intermediate I, LP	Ogler Fiduciary Services (Cayman) Limited, 89 Nexus Way, Camana Bay, Grand Cayman, Cayman Islands KY1-9007
Centerbridge Special Credit Partners, LP	The Corporation Trust Company, Corporation Trust Center, 1208 Orange Street, County of New Castle, Wilmington DE, 19801, United States
Citigroup Financial Products Inc.	1208 Orange Street, Wilmington Delaware, County of New Castle 19801, United States
Swiss Re Life & Health America INC	One Commercial Plaza, 755 Main St, Hartford, CT, United States
Reassure America Life Insurance Company	1670 Magnavox Way, Fort Wayne, Indiana, United States
Credit Suisse International	One Cabot Square, London E14-4QJ, Great Britain
Fernwood Associates LLC	1208 Orange Street, Wilmington Delaware, United States
Fernwood Foundation Fund LLC	1208 Orange Street, Wilmington Delaware, United States
Fernwood Restructurings Limited	Palm Chambers, P.O. Box 146, Road Town, Tortola, British Virgin Islands
King Street Capital Master Fund, Ltd	C/O Codan Trust Company (B.V.I.) Ltd, Commerce House, P.O. Box 3140, Road Town, Tortola, British Virgin Islands
KSS Trading I, Ltd	C/O Codan Trust Company (B.V.I.) Ltd, Commerce House, P.O. Box 3140, Road Town, Tortola, British Virgin Islands
Metropolitan Life Insurance Company	Metropolitan Life Insurance Company, 1095 Avenue of the Americas, New York, NY 10036, United States
General America Life Insurance Company	General America Life Insurance Company, 13045 Teason Ferry Rd, Saint Louis, MO 63128, United States
MetLife Insurance Company of Connecticut	MetLife Insurance Company of Connecticut, One Cityplace, Hartford, CT 06103, United States
OZ Master Fund, Ltd	c/o Goldman Sachs (Cayman) Trust, Limited, P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman Cayman Islands, B.W.I.
OZ Asia Master Fund, Ltd	c/o Goldman Sachs (Cayman) Trust, Limited, P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman Cayman Islands, B.W.I.
Redwood Master Fund Ltd	Redwood Master Fund, LTD, F89 Nexus Way, Camana Bay, Grand Cayman KY1-9007, Cayman Islands

Centro Retail Group (comprising Centro Retail Trust and Centro Retail Limited)
Centro Retail Trust (ARSN 104 931 926) and Centro Retail Limited (ACN 114 757 783)

Annexure "A"

Name	Address
SC Lowy Primary Investments, Ltd	C/O Walkers Corporate Services Ltd., Walker House, 87 Mary Street, George Town, Grand Cayman KY1-9005, Cayman Islands
Sun Life Assurance Company of Canada	160 King Street, 14 th Floor, Toronto, Ontario M5H 1J9, Canada
Sun Life Assurance Company of Canada U.S	One Sun Life Executive Park, SC 2335, Wellesley Hills, MA 02481, United States
Sun Life Insurance and Annuity Company of New York	60 East 42 nd Street, Suite 1115, New York, NY 10165, United States
Strategic Value Master Fund Ltd	c/o Ogier Fiduciary Services (Cayman) Limited, 69 Nexus Way, Camana Bay, Grand Cayman KY1-9000
Strategic Value Special Situations Master Fund, L.P.	c/o Ogier Fiduciary Services (Cayman) Limited, 69 Nexus Way, Camana Bay, Grand Cayman KY1-9000
Strategic Value Special Situations Master Fund II, L.P.	C/O Walkers Corporate Services Ltd., Walker House, 87 Mary Street, George Town, Grand Cayman KY1-9005, Cayman Islands
Taconic Opportunity Fund L.P.	C/O Corporation Service Company, 2711 Centerville Road, Suite 400 Wilmington, DE, United States
Taconic Capital Partners 1.5 L.P.	C/O Corporation Service Company, 2711 Centerville Road, Suite 400 Wilmington, DE, United States
Teachers Insurance and Annuity Association of America	730 Third Avenue, New York, NY 10017, United States
Mariner Tricadia Credit Strategies Master Fund, Ltd	Cayman Financial Centre, 36A Dr. Roy's Drive, George Town, Grand Cayman
Structured Credit Opportunities Fund II, LP	Ugland House, South Church Street, George Town, Grand Cayman
Varde Investment Partners, L.P.	c/o National Registered Agents, Inc. 160 Greenbrae Drive, Suite 101, Dover DE 19904

