

22 November 2011

The Secretary
Australian Stock Exchange Limited
Stock Exchange Centre
10th Floor, 20 Bond Street
Sydney NSW 2000

Dear Sir

**Centro Property Trust (ASX: CNP)
Voting Results of Scheme Meetings of
Senior Lenders of CPT RE and Senior Lenders of CPL**

At the Scheme Meetings of Senior Lenders of CPT Manager Limited in its capacity as responsible entity of Centro Property Trust (CPT RE) and Centro Properties Limited (CPL) held earlier today, Senior Lenders agreed to the scheme of arrangement proposed between CPT RE and Senior Lenders and the scheme of arrangement proposed between CPL and Senior Lenders, respectively.

Information about the resolution passed by the Senior Lenders is attached.

Additionally, resolutions were moved from the floor of the meeting, and passed by the Senior Lenders, to make the following technical amendments to the proposed schemes of arrangement:

- Amended the definition of "Implementation Agreement" to read: "the Implementation Agreement between CNP, CER, DPF RE, CAWF RE, the CSIF Holder Syndicates, the Signing Senior Lenders and the Signing Hybrid Lenders dated 8 August 2011, as amended by Variation Agreement (Implementation Agreement) dated 29 September 2011, Variation Agreement (Implementation Agreement; CATS) dated 26 October 2011 and Amendment and Waiver Agreement dated 22 November 2011 and to which DPF Holding Trust acceded by way of a Deed Poll of Accession dated 29 September 2011."
- Inserted a new definition of "CBA Guarantee Facility" to read: "the A\$5 million financial guarantee facility provided by CBA."
- Amended clause 3(c) to read: "Each Transactional Facility (other than the CBA Transactional Facilities, the ANZ Guarantee Facility and the CBA Guarantee Facility) having been repaid or refinanced in full or the CPT RE and CPL having been released from all obligations with respect to them by 8.00am on the Second Court Date."
- Inserted a new clause 3(h) to read: "By 8.00am on the Second Court Date, CPT RE and CPL providing to the Lenders' Agent and Senior Agent reasonable evidence that the CBA Guarantee Facility will be discharged within 5 Business Days after the Implementation Date."

Responsible Entity
CPT Manager Limited
ABN 37 054 494 307



Centro Properties Limited
ABN 45 078 500 682
Centro Property Trust
ARSN 091 043 793

Yours faithfully

A handwritten signature in black ink, appearing to read 'E. Hourigan', written over a horizontal line.

Elizabeth Hourigan
Company Secretary

Poll votes on Scheme Resolution

1 Proxies received in relation to Senior Lenders' Scheme Meeting for CPL

	For	Open	Against	Abstain
Votes	2,816,483,891	0	0	0
Voters	62	0	0	0

2 Poll results of Senior Lenders' Scheme Meeting for CPL

	Total	For	Against	Abstain	% For	Min Req'd
Votes	2,838,491,977	2,838,491,977	0	0	100%	75%
Voters	66	66	0	0	100%	50%

3 Proxies received in relation to Senior Lenders' Scheme Meeting for CPT RE

	For	Open	Against	Abstain
Votes	2,773,124,652	0	0	0
Voters	61	0	0	0

4 Poll results of Senior Lenders' Scheme Meeting for CPT RE

	Total	For	Against	Abstain	% For	Min Req'd
Votes	2,838,491,977	2,838,491,977	0	0	100%	75%
Voters	66	66	0	0	100%	50%