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Attention **Company Announcements Office**
Company Australian Stock Exchange
Fax No. 1300 135 638

Our Ref MD JYC
File No. 011711896

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From Jing Chang
Date 8 November 2012
Subject **Notice of ceasing to be a substantial holder**

Total pages 12 pages



MELBOURNE
SYDNEY

Dear Sirs

Notice of ceasing to be a substantial holder

Attached is a Form 605 - Notice of ceasing to be a substantial holder and Annexure which is lodged on behalf of Angelo, Gordon & Co., L.P. and the other persons named as substantial holders in the Form 605.

Yours faithfully

Jing Chang
Lawyer

If you do not receive this message in full, please notify by telephoning 61 3 9229 9999.

This facsimile contains privileged and confidential information intended only for the addressee.

If you are not the addressee, or the person responsible for delivering it to the addressee, you may not copy or deliver this facsimile to anyone else or use or disseminate any of the information contained in this facsimile.

If you receive this facsimile by mistake, please notify us immediately by telephone and return the original facsimile and all copies thereof to us by post.

We will reimburse any reasonable costs you incur in notifying us and in returning the facsimile to us.

Thank you.

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Centro Retail Australia (comprising Centro Retail Limited (ACN 114 757 783) and Centro MCS Manager Limited (in its capacity as responsible entity of Centro Retail Trust (ARSN 104 931 928), Centro Australia Wholesale Fund (ARSN 122 223 974) and Centro DPF Holding Trust (ARSN 153 269 759)))

ACN/ARSN as above

1. Details of substantial holder(1)

Name Angelo, Gordon & Co., L.P. and its associates as listed in part 1 of Annexure A

ACN/ARSN (if applicable) N/A

The holder ceased to be a substantial holder on 06 / 11 / 2012

The previous notice was given to the company on 02 / 11 / 2012

The previous notice was dated 01 / 11 / 2012

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
Refer to part 2 of Annexure 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
No changes	No changes

4. Addresses

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

Name	Address
Refer to part 1 of Annexure A	

Signature

print name Kirk Wickman capacity Authorised Representative

sign here  date 7 November 2012

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, 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.
- (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.

This is Annexure "A" of 9 pages referred to in ASIC Form 605 (Notice of ceasing to be a substantial holder)

Signature: 

Name: Kirk Wickman

Position: Authorised Representative of the substantial holders named in part 1 of Form 605

Date: 7 November 2012

Part 1 – Details of substantial holders

Substantial holder	Address
John M Angelo	c/o 245 Park Ave, 26 th Floor, New York, NY 10167, USA
Michael L Gordon	as above
JAMG LLC	as above
AG Partners, L.P.	as above
AG Funds, L.P.	as above
Angelo, Gordon & Co., L.P.	as above
AG Super Fund International Partners, L.P.	as above
AG Super Fund International LLC	as above
AG CNG LLC	as above
AG Capital Recovery VI LLC	as above
AG Capital Recovery VII LLC	as above
AG Eleven LLC	as above
AG Super LLC	as above
Nutmeg Partners LLC	as above
PHS Patriot LLC	as above
AG Princess LLC	as above
AG MM LLC	as above
AG Capital Recovery Partners VI, L.P.	as above
AG Capital Recovery Partners VII, L.P.	as above
AG Eleven Partners, L.P.	as above
Nutmeg Partners, L.P.	as above
AG Princess, L.P.	as above
AG Super Fund, L.P.	as above
AG MM, L.P.	as above

Part 2 – 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	Person's votes affected
1 November 2012	AG Capital Recovery Partners VI, L.P. AG Capital Recovery VI LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 54,000	54,000
1 November 2012	AG Capital Recovery Partners VII, L.P. AG Capital Recovery VII LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 25,000	25,000
1 November 2012	AG Eleven Partners, L.P. AG Eleven LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 3,000	3,000
1 November 2012	AG Super Fund International Partners, L.P. AG Super Fund International LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 6,000	6,000

1 November 2012	Nuimeg Partners, L.P. Nutmeg Partners LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 1,000	1,000
1 November 2012	AG Princess, L.P. AG Princess LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 1,000	1,000
1 November 2012	AG Super Fund, L.P. AG Super LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 15,000	15,000
1 November 2012	AG MM, L.P. AG MM LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 1,000	1,000

2 November 2012	AG Capital Recovery Partners VI, L.P. AG Capital Recovery VI LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 235,000	235,000
2 November 2012	AG Capital Recovery Partners VII, L.P. AG Capital Recovery VII LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 107,000	107,000
2 November 2012	AG Eleven Partners, L.P. AG Eleven LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 12,000	12,000
2 November 2012	AG Super Fund International Partners, L.P. AG Super Fund International LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 24,000	24,000

<p>2 November 2012</p>	<p>Nutmeg Partners, L.P. Nutmeg Partners LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon</p>	<p>On-market sale of CRF securities</p>	<p>A\$2.15</p>	<p>Fully paid ordinary quadruple stapled securities 6,000</p>	<p>6,000</p>
<p>2 November 2012</p>	<p>AG Princess, L.P. AG Princess LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon</p>	<p>On-market sale of CRF securities</p>	<p>A\$2.15</p>	<p>Fully paid ordinary quadruple stapled securities 3,000</p>	<p>3,000</p>
<p>2 November 2012</p>	<p>AG Super Fund, L.P. AG Super LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon</p>	<p>On-market sale of CRF securities</p>	<p>A\$2.15</p>	<p>Fully paid ordinary quadruple stapled securities 69,000</p>	<p>69,000</p>
<p>2 November 2012</p>	<p>AG MM, L.P. AG MM LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon</p>	<p>On-market sale of CRF securities</p>	<p>A\$2.15</p>	<p>Fully paid ordinary quadruple stapled securities 4,000</p>	<p>4,000</p>

6

5 November 2012	AG Capital Recovery Partners VI, L.P. AG Capital Recovery VI LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 492,000	492,000
5 November 2012	AG Capital Recovery Partners VII, L.P. AG Capital Recovery VII LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 223,000	223,000
5 November 2012	AG Eleven Partners, L.P. AG Eleven LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 25,000	25,000
5 November 2012	AG Super Fund International Partners, L.P. AG Super Fund International LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 52,000	52,000

7

5 November 2012	Nutmeg Partners, L.P. Nutmeg Partners LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 13,000	13,000
5 November 2012	AG Princess, L.P. AG Princess LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 7,000	7,000
5 November 2012	AG Super Fund, L.P. AG Super LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 140,620	140,620
5 November 2012	AG MM, L.P. AG MM LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 9,000	9,000

6 November 2012	AG Capital Recovery Partners VI, L.P. AG Capital Recovery VI LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 6,213,765	6,213,765
6 November 2012	AG Capital Recovery Partners VII, L.P. AG Capital Recovery VII LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 2,823,984	2,823,984
6 November 2012	AG Eleven Partners, L.P. AG Eleven LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 321,138	321,138
6 November 2012	AG Super Fund International Partners, L.P. AG Super Fund International LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 644,892	644,892

6 November 2012	Nutmeg Partners, L.P. Nutmeg Partners LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 170,774	170,774
6 November 2012	AG Princess, L.P. AG Princess LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 85,607	85,607
6 November 2012	AG Super Fund, L.P. AG Super LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 1,768,045	1,768,045
6 November 2012	AG MM, L.P. AG MM LLC Angelo, Gordon & Co., L.P. AG Partners, L.P. JAMG LLC AG Funds, L.P. John M Angelo Michael L Gordon	On-market sale of CRF securities	A\$2.15	Fully paid ordinary quadruple stapled securities 110,175	110,175