

Pendal Group Limited

Level 14, The Chifley Tower  
2 Chifley Square  
Sydney NSW 2000  
Australia

ABN 28 126 385 822

**PENDAL**

Company Announcements Platform  
Australian Securities Exchange Limited  
20 Bridge Street  
SYDNEY NSW 2000

21 June 2019

**Re: Notice of Initial Substantial Holder**

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Initial Substantial Holder (Form 603) in respect of Centuria Industrial Reit (**CIP**).

Yours faithfully



Joanne Hawkins  
Group Company Secretary

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## Form 603

Corporations Act 2001  
Section 671B

### Notice of initial substantial holder

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To Company Name/Scheme CENTURIA INDUSTRIAL REIT (CIP)

ACN/ARSN ARSN 099 680 252

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

Name PENDAL GROUP LIMITED (PDL)

ACN/ARSN (if applicable) ACN 126 385 822

The holder became a substantial holder on 19/06/2019

#### 2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	19,125,101	19,125,101	
Total	19,125,101	19,125,101	7.06%

#### 3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Number of securities	Class of securities
Pendal Fund Services Limited	Pendal Fund Services Limited is the responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	11,553,287	Ordinary
Pendal Institutional Limited	Pendal Institutional Limited (previously known as BT Investment Management (RE) Limited) is the fund manager of various superannuation funds, institutional investor portfolios and unit trusts and, in that capacity, can	7,571,814	Ordinary

	exercise the power to vote or dispose of the shares.		
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#### 4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Persons entitled to be registered as holder (8)	Class and number of securities
Pendal Fund Services Limited	HSBC Custody Nominees (Australia) Limited.	See Annexure 'A'	11,553,287 Ordinary
Pendal Institutional Limited	Australia and New Zealand Banking Group Limited  Citicorp Nominees Pty Limited  State Street Australia Limited  Citicorp Nominees Pty Limited	See Annexure 'A'	7,571,814 Ordinary

#### 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	

#### 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

#### 7. Addresses

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

Name	Address
Pendal Group Limited (PDL)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Institutional Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pendal Fund Services Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
CENTURIA INDUSTRIAL REIT (CIP)	CENTURIA INDUSTRIAL REIT (CIP) Level 41, Chifley Tower 2 Chifley Square Sydney NSW 2000

## Signature

Print name Joanne Hawkins Capacity Company Secretary

Sign here \_\_\_\_\_ Date 21/6/2019

## **DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. 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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
  - (6) The person’s votes divided by the total votes in the body corporate scheme multiplied by 100.
  - (7) Include details of:
    - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and with 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.
- (8) If the substantial holder is unable to determine the identity of the person (e.g. if the relevant interest arises because of an option) write “unknown”.
  - (9) 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.

## ANNEXURE A

This is annexure 'A' referred to in Form 603, Notice of initial substantial holder, , lodged for Pental Group Limited ACN 126 385 822.

Joanne Hawkins – Company Secretary, Pental Group Limited 21/06/2019

Sales & Purchases for the period : 19/02/2019to 19/06/2019

SECURITY: CIP

### Pental Fund Services Limited

Date	Registered Company	Quantity	Consideration	Class of Securities
17/04/2019	HSBC Custody Nominees (Australia) Limited.	1,778,602	5,335,806.00	Ordinary
26/04/2019	HSBC Custody Nominees (Australia) Limited.	1,778,602	0.00	Ordinary
26/04/2019	HSBC Custody Nominees (Australia) Limited.	-1,778,602	0.00	Ordinary
24/05/2019	HSBC Custody Nominees (Australia) Limited.	2,486	7,557.44	Ordinary
24/05/2019	HSBC Custody Nominees (Australia) Limited.	4,994	15,181.76	Ordinary
27/05/2019	HSBC Custody Nominees (Australia) Limited.	3,323	10,135.15	Ordinary
27/05/2019	HSBC Custody Nominees (Australia) Limited.	6,673	20,352.65	Ordinary
28/05/2019	HSBC Custody Nominees (Australia) Limited.	4,964	15,140.20	Ordinary
28/05/2019	HSBC Custody Nominees (Australia) Limited.	9,971	30,411.55	Ordinary
29/05/2019	HSBC Custody Nominees (Australia) Limited.	8,775	26,851.50	Ordinary
29/05/2019	HSBC Custody Nominees (Australia) Limited.	17,623	53,926.38	Ordinary
30/05/2019	HSBC Custody Nominees (Australia) Limited.	22,638	69,272.28	Ordinary
30/05/2019	HSBC Custody Nominees (Australia) Limited.	45,465	139,122.90	Ordinary
31/05/2019	HSBC Custody Nominees (Australia) Limited.	9,626	29,359.30	Ordinary
31/05/2019	HSBC Custody Nominees (Australia) Limited.	19,333	58,965.65	Ordinary
3/06/2019	HSBC Custody Nominees (Australia) Limited.	3,975	12,163.50	Ordinary
3/06/2019	HSBC Custody Nominees (Australia) Limited.	7,634	23,360.04	Ordinary
4/06/2019	HSBC Custody Nominees (Australia) Limited.	19,492	60,425.20	Ordinary
4/06/2019	HSBC Custody Nominees (Australia) Limited.	37,442	116,070.20	Ordinary
5/06/2019	HSBC Custody Nominees (Australia) Limited.	5,884	18,358.08	Ordinary
5/06/2019	HSBC Custody Nominees (Australia) Limited.	11,302	35,262.24	Ordinary
6/06/2019	HSBC Custody Nominees (Australia) Limited.	126,529	398,566.35	Ordinary
6/06/2019	HSBC Custody Nominees (Australia) Limited.	243,044	765,588.60	Ordinary
7/06/2019	HSBC Custody Nominees (Australia) Limited.	40,850	129,903.00	Ordinary
7/06/2019	HSBC Custody Nominees (Australia) Limited.	78,466	249,521.88	Ordinary
19/06/2019	HSBC Custody Nominees (Australia) Limited.	71,399	219,908.92	Ordinary
19/06/2019	HSBC Custody Nominees (Australia) Limited.	792,134	2,392,244.68	Ordinary
19/06/2019	HSBC Custody Nominees (Australia) Limited.	4,346,000	13,124,920.00	Ordinary
19/06/2019	HSBC Custody Nominees (Australia) Limited.	3,680,176	11,114,131.52	Ordinary
	<b>Total</b>	<b>11,398,800</b>	<b>34,947,023.49</b>	

Date	Registered Company	Quantity	Consideration	Class of Securities
24/05/2019	State Street Australia Limited	499	1,516.96	Ordinary
27/05/2019	State Street Australia Limited	667	2,034.35	Ordinary
28/05/2019	State Street Australia Limited	997	3,040.85	Ordinary

29/05/2019	State Street Australia Limited	1,762	5,391.72	Ordinary
30/05/2019	State Street Australia Limited	4,547	13,913.82	Ordinary
31/05/2019	State Street Australia Limited	1,933	5,895.65	Ordinary
3/06/2019	State Street Australia Limited	1,194	3,653.64	Ordinary
4/06/2019	State Street Australia Limited	5,854	18,147.40	Ordinary
5/06/2019	State Street Australia Limited	1,767	5,513.04	Ordinary
6/06/2019	State Street Australia Limited	37,999	119,696.85	Ordinary
7/06/2019	State Street Australia Limited	12,268	39,012.24	Ordinary
19/06/2019	State Street Australia Limited	85,000	256,700.00	Ordinary
	<b>Total</b>	<b>154,487</b>	<b>474,516.52</b>	

**Pendal Fund Services Limited Total :** **11,553,287** **34,947,023.49**

#### **Pendal Institutional Limited**

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
19/06/2019	Australia and New Zealand Banking Group Limited	88,295	266,650.90	Ordinary
	<b>Total</b>	<b>88,295</b>	<b>266,650.90</b>	<b>Ordinary</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
17/04/2019	Citicorp Nominees Pty Limited	1,202,000	3,606,000.00	Ordinary
26/04/2019	Citicorp Nominees Pty Limited	1,202,000	0	Ordinary
26/04/2019	Citicorp Nominees Pty Limited	-1,202,000	0	Ordinary
24/05/2019	Citicorp Nominees Pty Limited	3,192	9,703.68	Ordinary
27/05/2019	Citicorp Nominees Pty Limited	4,265	13,008.25	Ordinary
28/05/2019	Citicorp Nominees Pty Limited	6,372	19,434.60	Ordinary
29/05/2019	Citicorp Nominees Pty Limited	11,264	34,467.84	Ordinary
30/05/2019	Citicorp Nominees Pty Limited	29,058	88,917.48	Ordinary
31/05/2019	Citicorp Nominees Pty Limited	12,356	37,685.80	Ordinary
3/06/2019	Citicorp Nominees Pty Limited	4,890	14,963.40	Ordinary
4/06/2019	Citicorp Nominees Pty Limited	23,984	74,350.40	Ordinary
5/06/2019	Citicorp Nominees Pty Limited	7,239	22,585.68	Ordinary
6/06/2019	Citicorp Nominees Pty Limited	155,684	490,404.60	Ordinary
7/06/2019	Citicorp Nominees Pty Limited	50,263	159,836.34	Ordinary
19/06/2019	Citicorp Nominees Pty Limited	2,897,000	8,748,940.00	Ordinary
	<b>Total</b>	<b>4,407,567</b>	<b>13,320,298.07</b>	<b>Ordinary</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
19/06/2019	State Street Australia Limited	1,530,916	4,623,366.32	Ordinary
19/06/2019	State Street Australia Limited	761,560	2,299,911.20	Ordinary
	<b>Total</b>	<b>2,292,476</b>	<b>6,923,277.52</b>	

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
24/05/2019	HSBC Custody Nominees (Australia) Limited.	499	1,516.96	Ordinary
27/05/2019	HSBC Custody Nominees (Australia) Limited.	667	2,034.35	Ordinary

28/05/2019	HSBC Custody Nominees (Australia) Limited.	996	3,037.80	Ordinary
29/05/2019	HSBC Custody Nominees (Australia) Limited.	1,760	5,385.60	Ordinary
30/05/2019	HSBC Custody Nominees (Australia) Limited.	4,541	13,895.46	Ordinary
31/05/2019	HSBC Custody Nominees (Australia) Limited.	1,931	5,889.55	Ordinary
3/06/2019	HSBC Custody Nominees (Australia) Limited.	793	2,426.58	Ordinary
4/06/2019	HSBC Custody Nominees (Australia) Limited.	3,890	12,059.00	Ordinary
5/06/2019	HSBC Custody Nominees (Australia) Limited.	1,174	3,662.88	Ordinary
6/06/2019	HSBC Custody Nominees (Australia) Limited.	25,253	79,546.95	Ordinary
7/06/2019	HSBC Custody Nominees (Australia) Limited.	8,153	25,926.54	Ordinary
7/06/2019	HSBC Custody Nominees (Australia) Limited.	561,569	1,695,938.38	Ordinary
19/06/2019	HSBC Custody Nominees (Australia) Limited.	158,012	477,196.24	Ordinary
19/06/2019	HSBC Custody Nominees (Australia) Limited.	14,238	43,853.04	Ordinary
	<b>Total</b>	<b>783,476</b>	<b>676,430.95</b>	
	<b>Pendal Institutional Limited Total :</b>	<b>7,571,814</b>	<b>21,186,657.44</b>	