


Allens Arthur Robinson **Date** 3 October 2011

ABN 4/ 702 595 758

Page 1 of 8**From** Craig Henderson**To** **Company Announcements Office**, Australian Stock
Exchange, Sydney**Fax** 1300 135 638**Level 27**
530 Collins Street
Melbourne VIC 3000
Australia
T +61 3 9614 1011
F +61 3 9614 4661*Correspondence*
GPO Box 1776
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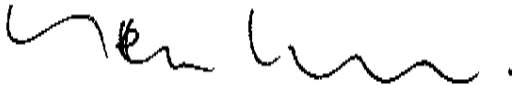
Fax enquiries ring +61 3 9613 8971

Dear Sirs

Notice of ceasing to be a substantial holder

Attached is a revised Form 605 Notice of ceasing to be a substantial holder which is lodged on behalf of Midtown Acquisitions L.P. Please note that this Form 605 notice replaces the Form 605 notice lodged on 30 September 2011 on behalf of Midtown Acquisitions L.P.

Yours sincerely

**Craig Henderson**

Partner

Craig.Henderson@aar.com.au

T +61 3 9613 8899

Our Ref MSKM:120124063

mskm A0118929040v1 120124063 3.10.2011

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Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder****To** 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 104 931 928) 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

27/09/2011

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

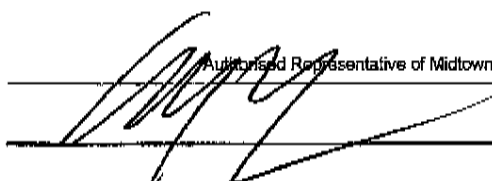
The addresses of persons named in this form are as follows:

| Name | Address |
|----------------|---------|
| See Annexure A | |
| | |

Signature

print name

sign here


Anthony Yoseloff
Authorised Representative of Midtown Acquisitions L.P.

capacity Manager

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: Anthony Yoseloff
Position: Manager, Authorised Representative of Mixdown Acquisitions LP
Date: 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 | |
| Mixdown Acquisitions L.P. | 85 East 5 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 I Limited | 4 th Floor, Scotia Centre, PO Box 268, Grand Cayman, KY1-1104, Cayman Islands |
| AG Super 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 |
| Appaloosa Investment L.P.1. | c/o The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware 19801, United States |
| Palomino Fund Limited | c/o Ogier Fiduciary Services, Nemours Chambers, Road Town, Tortola, British Virgin Islands |
| Thoroughbred Fund L.P. | c/o The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware 19801, United States |
| Thoroughbred Master Limited | c/o Ogier Fiduciary Services, Nemours Chambers, Road Town, Tortola, British Virgin Islands |
| Archview Credit Opportunities Fund L.P. | c/o The Corporation Trust Company, 2711 Centreville 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, 1209 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, 16 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, 1209 Orange Street, County of New Castle, Wilmington DE, 19801, United States |
| Centerbridge Credit Partners Offshore Intermediate I, LP | Ogier 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, 1209 Orange Street, County of New Castle, Wilmington DE, 19801, United States |
| Clifgroup Financial Products Inc. | 1209 Orange Street, Wilmington Delaware, County of New Castle 19801, United States |
| Swiss Re Life & Health America INC | One Commercial Plaza, 765 Main St, Hartford, CT, United States |
| Reassura America Life Insurance Company | 1870 Magnavox Way, Fort Wayne, Indiana, United States |
| Credit Suisse International | One Cabot Square, London E14-4QJ, Great Britain |
| Fernwood Associates LLC | 1209 Orange Street, Wilmington Delaware, United States |
| Fernwood Foundation Fund LLC | 1209 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 Codden Trust Company (B.V.I.) Ltd, Commerce House, P.O. Box 3140, Road Town, Tortola, British Virgin Islands |
| KSS Trading I, Ltd | C/O Codden 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 Tesson 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 898, 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 898, 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)
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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 | 150 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, 89 Nexus Way, Camana Bay, Grand Cayman KY1-900 |
| Strategic Value Special Situations Master Fund, L.P. | c/o Ogier Fiduciary Services (Cayman) Limited, 89 Nexus Way, Camana Bay, Grand Cayman KY1-900 |
| 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, L.P | Ugland House, South Church Street, George Town, Grand Cayman |
| Verde Investment Partners, L.P. | c/o National Registered Agents, Inc. 180 Greenfree Drive, Suite 101, Dover DE 19904 |