

# SCENTRE GROUP

## ASX Announcement

### Scentre Group (ASX: SCG)

5 April 2018

## SCENTRE GROUP ANNOUNCES SECURITY BUY-BACK PROGRAMME

Scentre Group (ASX: SCG) today announced an on-market buy-back programme of up to \$700 million of Scentre Group securities, in line with its strategic focus to actively manage the Group's capital structure.

The Group will purchase securities while maintaining funding capacity to continue with the successful delivery of the Group's development pipeline. The buy-back programme will be managed in a manner consistent with the Group's current long term credit ratings.

Attached is an Appendix 3C containing further information in relation to the buy-back.

#### Contacts:

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Owner and Operator of  in Australia and New Zealand

SCENTRE GROUP LIMITED ABN 66 001 671 496

SCENTRE MANAGEMENT LIMITED ABN 41 001 670 579 AFS Licence No: 230329 as responsible entity of Scentre Group Trust 1 ABN 55 191 750 378 ARSN 090 849 746

RE1 LIMITED ABN 80 145 743 862 AFS Licence No: 380202 as responsible entity of Scentre Group Trust 2 ABN 66 744 282 872 ARSN 146 934 536

RE2 LIMITED ABN 41 145 744 065 AFS Licence No: 380203 as responsible entity of Scentre Group Trust 3 ABN 11 517 229 138 ARSN 146 934 652

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# Appendix 3C

## Announcement of buy-back (*except* minimum holding buy-back)

*Information and documents given to ASX become ASX's property and may be made public.*

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

<b>Name of entity</b>	Scentre Group, comprising Scentre Group Limited, Scentre Group Trust 1, Scentre Group Trust 2 and Scentre Group Trust 3
<b>ABN</b>	Scentre Group Limited ABN 66 001 671 496 Scentre Group Trust 1 ARSN 090 849 746 Scentre Group Trust 2 ARSN 146 934 536 Scentre Group Trust 3 ARSN 146 934 652

We (the entity) give ASX the following information.

### Information about buy-back

1	Type of buy-back	On-market.
2	<sup>+</sup> Class of shares/units which is the subject of the buy-back ( <i>eg, ordinary/preference</i> )	SCG stapled securities.
3	Voting rights ( <i>eg, one for one</i> )	One for one.
4	Fully paid/partly paid ( <i>and if partly paid, details of how much has been paid and how much is outstanding</i> )	Fully paid.
5	Number of shares/units in the <sup>+</sup> class on issue	5,324,296,678
6	Whether shareholder/unitholder approval is required for buy-back	Securityholder approval is not required (as the buy-back is intended to be conducted within the 10/12 limit)

<sup>+</sup> See chapter 19 for defined terms.  
11/01/2010

## Appendix 3C

### Announcement of buy-back

7	Reason for buy-back	Capital management.
8	Any other information material to a shareholder's/unitholder's decision whether to accept the offer ( <i>eg, details of any proposed takeover bid</i> )	<p>Pursuant to ASIC Corporations (ASX-listed Schemes On-market Buy-backs) Instrument 2016/1159, the following information is provided:</p> <p>(a) None of Scentre Management Limited (SML) the responsible entity of Scentre Group Trust 1, RE1 Limited (RE1) the responsible entity of Scentre Group Trust 2, or RE2 Limited (RE2) the responsible entity of Scentre Group Trust 3, hold any interest in SCG stapled securities.</p> <p>(b) Associates of SML, RE1 and RE2 hold 234,291,550 SCG stapled securities.</p> <p>(c) Any SCG stapled securities bought back will be funded by existing debt facilities.</p>

### On-market buy-back

9	Name of broker who will act on the company's behalf	To be confirmed to ASX in an Appendix 3D prior to commencement of the on-market buy-back.
10	Deleted 30/9/2001.	
11	<p>If the company/trust intends to buy back a maximum number of shares - that number</p> <p><small>Note: This requires a figure to be included, not a percentage.</small></p>	The number of securities for which the aggregate buy-back consideration paid or payable is A\$700,000,000.00.
12	If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention	<p>Scentre Group intends to complete the buy-back within 12 months.</p> <p>The buy-back may cease earlier if the maximum number of securities is bought back prior to the period end date. The Group reserves the right to suspend or terminate the buy-back at any time.</p>

<sup>+</sup> See chapter 19 for defined terms.

13	If the company/trust intends to buy back shares/units if conditions are met - those conditions	N/A
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**Employee share scheme buy-back**

14	Number of shares proposed to be bought back	N/A
15	Price to be offered for shares	N/A

## Appendix 3C

### Announcement of buy-back

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#### Selective buy-back

- |    |  |     |
|----|--|-----|
| 16 | Name of person or description of class of person whose shares are proposed to be bought back | N/A |
| 17 | Number of shares proposed to be bought back  | N/A |
| 18 | Price to be offered for shares   | N/A |

#### Equal access scheme

- |    |   |     |
|----|---|-----|
| 19 | Percentage of shares proposed to be bought back   | N/A |
| 20 | Total number of shares proposed to be bought back if all offers are accepted                      | N/A |
| 21 | Price to be offered for shares  | N/A |
| 22 | +Record date for participation in offer<br><small>Cross reference: Appendix 7A, clause 9.</small> | N/A |

### Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

*or, for trusts only:*

1. Each trust is in compliance with all requirements of the Corporations Act as modified by ASIC Corporations (ASX-listed Schemes On-market Buy-backs) Instrument 2016/1159, and of each trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:

  
(Director/Company secretary)

Date: 5 April 2018

Print name: Maureen Therese McGrath

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<sup>+</sup> See chapter 19 for defined terms.