

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Centuria Capital Group (CNI), consisting of Centuria Capital Limited ABN 22 095 454 336 (**Company**) and Centuria Funds Management Limited ACN 607 153 588 (**Responsible Entity**) as responsible entity of the Centuria Capital Fund (ARSN 613 856 358 (**Trust**))

ABN

Company - ABN 22 095 454 336
Responsible Entity - ACN 607 153 588
Trust - ARSN 613 856 358

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|---|---|
| 1 | +Class of +securities issued or to be issued | Fully paid stapled securities in CNI, comprising one unit in the Trust and one share in the Company (Stapled Securities) |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 816,501 fully paid ordinary Stapled Securities |
| 3 | Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | As per other issued fully paid ordinary Stapled Securities |

4	<p>Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>Yes. The new Stapled Securities will rank equally with the existing Stapled Securities on issue</p>
5	<p>Issue price or consideration</p>	<p>The fully paid ordinary Stapled Securities were issued in respect of the vesting of Tranche 2 performance rights granted under the Company's Executive Incentive Plan</p>
6	<p>Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>To fulfil the terms of the Executive Incentive Plan</p>
6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes, however please refer to the CNI ASX announcement regarding CNI's placement capacity dated 29 September 2017. CNI is not eligible to issue any further equity securities under Listing Rule 7.1A pursuant to the securityholder approval granted at the 2016 annual general meeting (AGM). However, to the extent that CNI is an "eligible entity" as at the date of the 2017 AGM, it will seek securityholder approval to obtain placement capacity under Listing Rule 7.1A. Please also refer to the notice of meeting for the 2017 AGM released on the ASX market announcements platform on 11 September 2017</p>
6b	<p>The date the security holder resolution under rule 7.1A was passed</p>	<p>Not applicable - See the answer to item 6a</p>
6c	<p>Number of +securities issued without security holder approval under rule 7.1</p>	<p>Not applicable</p>
6d	<p>Number of +securities issued with security holder approval under rule 7.1A</p>	<p>Nil</p>

+ See chapter 19 for defined terms.

6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	The original issue of the performance rights under the Executive Incentive Plan was approved by CNI stapled securityholders at the 2014 AGM							
6f	Number of +securities issued under an exception in rule 7.2	816,501 fully paid ordinary Stapled Securities which were issued on the vesting of performance rights under the Executive Incentive Plan							
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	Not applicable							
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	Not applicable							
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	Not applicable - please refer to the CNI ASX announcement regarding CNI's placement capacity dated 29 September 2017.							
7	<p>+Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	3 October 2017							
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="762 1384 1066 1417">Number</th> <th data-bbox="1074 1384 1385 1417">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="762 1417 1066 1451">230,632,237</td> <td data-bbox="1074 1417 1385 1485">Fully paid ordinary Stapled Securities</td> </tr> </tbody> </table>	Number	+Class	230,632,237	Fully paid ordinary Stapled Securities			
Number	+Class								
230,632,237	Fully paid ordinary Stapled Securities								
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th data-bbox="762 1529 1066 1563">Number</th> <th data-bbox="1074 1529 1385 1563">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="762 1563 1066 1597">- 1,877,643 Tranche 3 Performance Rights</td> <td data-bbox="1074 1563 1385 1641" rowspan="2">Performance Rights issued pursuant to CNI's Executive Incentive Plan.</td> </tr> <tr> <td data-bbox="762 1597 1066 1630">- 1,835,393 Tranche 4 Performance Rights</td> </tr> <tr> <td data-bbox="762 1630 1066 1765">- 20,098,470 options over unissued Stapled Securities</td> <td data-bbox="1074 1675 1385 1765">Options</td> </tr> </tbody> </table>	Number	+Class	- 1,877,643 Tranche 3 Performance Rights	Performance Rights issued pursuant to CNI's Executive Incentive Plan.	- 1,835,393 Tranche 4 Performance Rights	- 20,098,470 options over unissued Stapled Securities	Options
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- 1,877,643 Tranche 3 Performance Rights	Performance Rights issued pursuant to CNI's Executive Incentive Plan.								
- 1,835,393 Tranche 4 Performance Rights									
- 20,098,470 options over unissued Stapled Securities	Options								
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Same distribution entitlements as existing Stapled Securities.							

Part 2 - Pro rata issue

11	Is security holder approval required?	Not applicable
12	Is the issue renounceable or non-renounceable?	Not applicable
13	Ratio in which the +securities will be offered	Not applicable
14	+Class of +securities to which the offer relates	Not applicable
15	+Record date to determine entitlements	Not applicable
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	Not applicable
17	Policy for deciding entitlements in relation to fractions	Not applicable
18	Names of countries in which the entity has security holders who will not be sent new offer documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	Not applicable
19	Closing date for receipt of acceptances or renunciations	Not applicable
20	Names of any underwriters	Not applicable
21	Amount of any underwriting fee or commission	Not applicable
22	Names of any brokers to the issue	Not applicable
23	Fee or commission payable to the broker to the issue	Not applicable
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	Not applicable
25	If the issue is contingent on security holders' approval, the date of the meeting	Not applicable

+ See chapter 19 for defined terms.

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|----|---|----------------|
| 26 | Date entitlement and acceptance form and offer documents will be sent to persons entitled | Not applicable |
| 27 | If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders | Not applicable |
| 28 | Date rights trading will begin (if applicable) | Not applicable |
| 29 | Date rights trading will end (if applicable) | Not applicable |
| 30 | How do security holders sell their entitlements <i>in full</i> through a broker? | Not applicable |
| 31 | How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance? | Not applicable |
| 32 | How do security holders dispose of their entitlements (except by sale through a broker)? | Not applicable |
| 33 | +Issue date | Not applicable |

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of +securities
(tick one)
- (a) +Securities described in Part 1
- (b) All other +securities
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

- 36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
 1 - 1,000
 1,001 - 5,000
 5,001 - 10,000
 10,001 - 100,000
 100,001 and over
- 37 A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

- 38 Number of +securities for which +quotation is sought

Not applicable

- 39 +Class of +securities for which quotation is sought

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- 40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities? If the additional +securities do not rank equally, please state:
 • the date from which they do
 • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
 • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

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- 41 Reason for request for quotation now
 Example: In the case of restricted securities, end of restriction period
 (if issued upon conversion of another +security, clearly identify that other +security)

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- 42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)

Number	+Class

+ See chapter 19 for defined terms.

Quotation agreement

1 +Quotation of our additional +securities is in ASX’s absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: James Lonie
(~~Director~~/Company secretary)

Date: 3/10/17

Print name: JAMES LONIE

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