

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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

Cromwell Group (CMW) comprising Cromwell Corporation Limited (CCL) and Cromwell Property Securities Limited (CPSL) as responsible entity for Cromwell Diversified Property Trust (DPT)

ABN

ABN 44 001 056 980 (CCL)
ABN 11 079 147 809 (CPSL)
ARSN 102 982 598 (DPT)

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

Cromwell Group Stapled Securities

- 2 Number of ⁺securities issued or to be issued (if known) or maximum number which may be issued

By way of update to the documents lodged with ASX on 12 July, 14 July, 21 July, 19 August, 23 August and 31 August 2010 about an institutional Placement and Rights Issue:

- 72,000,000 Stapled Securities have been issued under the institutional Placement;
- 19,051,708 Stapled Securities have been issued under the Rights Issue;
- 3,381,836 Stapled Securities have been issued under the Rights Issue shortfall facility; and
- up to 65,549,949 additional Stapled Securities may be issued under the Rights Issue shortfall facility

3 Principal terms of the +securities (eg, 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)	The Stapled Securities are issued on the same terms as existing Cromwell Group Stapled Securities.
4 Do the +securities rank equally in all respects from the date of allotment 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	Yes In particular, the new Stapled Securities rank equally with existing securities and are entitled to distributions/dividends from Cromwell Group for the September 2010 quarter.
5 Issue price or consideration	\$0.75 per Stapled Security (Placement) \$0.72 per Stapled Security (Rights Issue) \$0.72 per Stapled Security (Shortfall Facility)
6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	The issue of Stapled Securities will be used to partly fund the acquisition of the investment property at 203 Coward Street, Mascot, with any remaining funds to strengthen Cromwell's balance sheet and to allow the Group to consider further acquisitions.

+ See chapter 19 for defined terms.

7	Dates of entering ⁺ securities into uncertificated holdings or despatch of certificates	20 July 2010 for Stapled Securities issued under the Placement (72,000,000 Stapled Securities). 19 August 2010 for Stapled Securities issued, under the Rights Issue (19,051,708 Stapled Securities). 27 August 2010 for Stapled Securities issued, under the Rights Issue Shortfall Facility (2,581,836 Stapled Securities) 16 September 2010 for Stapled Securities issued, under the Rights Issue Shortfall Facility (800,000 Stapled Securities) T + 3 following acceptance of further applications under the Rights Issue Shortfall Facility but no later than 2 November 2010 (up to 65,549,949 Stapled Securities)							
8	Number and ⁺ class of all ⁺ securities quoted on ASX (<i>including</i> the securities in clause 2 if applicable)	<table><tr><th>Number</th><th>⁺Class</th></tr><tr><td>902,268,478 Stapled Securities quoted on completion of the Placement and Rights Issue</td><td>Cromwell Group Stapled Securities (CMW)</td></tr><tr><td>Up to 967,818,427 Stapled Securities on completion of Rights Issue Shortfall Facility.</td><td></td></tr></table>	Number	⁺ Class	902,268,478 Stapled Securities quoted on completion of the Placement and Rights Issue	Cromwell Group Stapled Securities (CMW)	Up to 967,818,427 Stapled Securities on completion of Rights Issue Shortfall Facility.		
Number	⁺ Class								
902,268,478 Stapled Securities quoted on completion of the Placement and Rights Issue	Cromwell Group Stapled Securities (CMW)								
Up to 967,818,427 Stapled Securities on completion of Rights Issue Shortfall Facility.									
9	Number and ⁺ class of all ⁺ securities not quoted on ASX (<i>including</i> the securities in clause 2 if applicable)	<table><tr><th>Number</th><th>⁺Class</th></tr><tr><td>275,106</td><td>Units in DPT (unstapled)</td></tr><tr><td>5,435,223</td><td>Cromwell Group Performance Rights</td></tr></table>	Number	⁺ Class	275,106	Units in DPT (unstapled)	5,435,223	Cromwell Group Performance Rights	
Number	⁺ Class								
275,106	Units in DPT (unstapled)								
5,435,223	Cromwell Group Performance Rights								
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Unchanged							

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A

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

⁺ See chapter 19 for defined terms.

25	If the issue is contingent on ⁺ security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
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	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do ⁺ security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do ⁺ security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do ⁺ security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	⁺ Despatch date	N/A

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

+ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38	Number of securities for which *quotation is sought					
39	Class of *securities for which quotation is sought					
40	Do the *securities rank equally in all respects from the date of allotment 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					
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)					
42	Number and *class of all *securities quoted on ASX (<i>including</i> the securities in clause 38)	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 50%; padding: 5px;">Number</th> <th style="width: 50%; padding: 5px;">*Class</th> </tr> <tr> <td style="height: 100px;"></td> <td style="height: 100px;"></td> </tr> </table>	Number	*Class		
Number	*Class					

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 not available now, 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:



Date: 21 September 2010

Print name: **Nicole Riethmuller**
Company Secretary

+ See chapter 19 for defined terms.