



Facsimile Cover Sheet

To:	Ms Sarah Wiesener, Company Secretary, Ingenia Communities Group	FAX: (02) 9033 1060
	Company Announcements Office, Australian Securities Exchange	FAX: 1300 135 638
FROM:	Joe Flinn (03 8610 9222)	DATE: 27 September 2013
RE:	Form 603	NO OF PAGES (INCLUDING HEADER): 4
☐ URGENT ☐ FOR REVIEW ☐ PLEASE COMMENT ☐ PLEASE REPLY		

Please find attached Form 604 in respect of our shareholding in Ingenia Communities Group.

Regards,



Joe Flinn
Secretary

**PLEASE CONTACT OUR OFFICE ON (03) 8610 9222
SHOULD THIS FACSIMILE BE INCOMPLETE OR ILLEGIBLE**

FIRST SAMUEL LIMITED ACN 086 243 567
LEVEL 11, 350 COLLINS STREET, MELBOURNE VIC 3000
• PHONE 03 8610 9222 • FACSIMILE 03 8610 9299
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Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme Ingenia Communities Group (comprising Ingenia Communities Holdings Limited, Ingenia Communities management Trust and Ingenia Communities Fund)

ACN/ARSN ABN 154 444 925 / 122 928 410 / 107 459 576

1. Details of substantial holder(1)

Name First Samuel Limited
ACN/ARSN (if applicable) ABN: 51 086 243 567

There was a change in the interests of the substantial holder on 25/09/13
The previous notice was given to the company on 25/06/12
The previous notice was dated 25/06/12

2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Refer attached				

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate 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 (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
	Refer attached				

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
	Refer attached				

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) 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
None	

6. Addresses

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

Name	Address
First Samuel Limited	Level 11, 350 Collins Street, Melbourne Victoria 3000

Signature

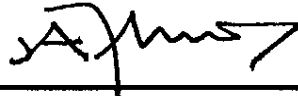
print name

JOE FLINN

capacity

SECRETARY

sign here



date

27/ 9 / 13

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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) 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.
- (7) 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.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.



A Better Way to Manage Your Wealth

Annexure A

First Samuel Limited

ABN 51 086 243 567

This is Annexure A of 1 page referred to in Form 604 - Notice of change of interests of substantial holder in respect of of Ingenia Communities Group (comprising Ingenia Communities Holdings Limited, Ingenia Communities Management Trust and Ingenia Communities Fund) (ABN 154 444 925 / 122 928 410 / 107 459 576)

2. Previous and present voting power

Class of securities	Previous notice		Present notice	
	Person's votes	Voting power	Person's votes	Voting power
Fully paid stapled securities	31,028,570	7.04%	29,367,880	5.79%

3. Changes in relevant interests

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
25-Sep-13	First Samuel Limited.	On market sale	\$1,158,664	2,500,000 Fully paid stapled securities	2,500,000
Various between 23-Jun-12 & 12-Sep-13	First Samuel Limited.	Net on market purchases & off market transfers	\$775,105	839,310 Fully paid stapled securities	839,310

4. Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
First Samuel Limited	JP Morgan Nominees and individual managed discretionary account clients of First Samuel Limited.	Managed discretionary account clients of First Samuel Limited.	First Samuel Limited has entered into managed discretionary account contracts with its clients that provide it with the authority to acquire and dispose of the relevant securities at its sole discretion.	29,367,880 Fully paid stapled securities	29,367,880

Signed

Date

27/9/13.