



ASX Announcement

24 January 2014



Cromwell Property Group Announces Extension of On-Market Buy-Back

Cromwell Property Group (ASX: CMW) (**Cromwell**) today announced an extension of its on-market buy-back for a further 12 months as part of its ongoing capital management program.

The buy-back period was to end on 24 January 2014 but will now continue until 23 January 2015 unless the maximum number of stapled securities is bought back or Cromwell decides to cease the buy-back earlier.

The buy-back has been extended because it remains important to Cromwell to maintain the maximum amount of flexibility with regard to its capital management strategies in the current economic climate, particularly in times of heightened market volatility.

No more than 172,000,000 stapled securities, which is approximately 10% of Cromwell's current issued capital, will be bought back during the extended buy-back period. If current market conditions continue, Cromwell does not expect to buy-back any securities during the next 12 months. Cromwell reserves the right to suspend or conclude the buy-back at any time.

Cromwell will fund any buy-back primarily from its cash reserves and may also use the proceeds of any asset sales to fund the buy-back. Cromwell will not borrow any funds to facilitate the buy-back.

The Appendix 3D lodged with ASX contains further information about how, and in what circumstances, Cromwell would buy-back securities. In particular, the Directors take into account a number of factors before electing to buy back securities including the available resources of Cromwell, whether a buy back is accretive to earnings and net tangible assets per security, the gearing of Cromwell, and other potential uses of Cromwell's available resources.

Trading in stapled securities will continue as usual on ASX before, during, and after the buy-back. Any stapled securities acquired by Cromwell under the on-market buy-back will be immediately cancelled.

ENDS.

Cromwell Securityholder Enquiries:

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Appendix 3D

Changes relating to 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

Name of entity

Cromwell Property Securities Limited ACN 079 147 809 (**CPSL**) as responsible entity for Cromwell Diversified Property Trust ARSN 102 982 598 (**Trust**) and Cromwell Corporation Limited ACN 001 056 980 (**CCL**)

We (the entity) give ASX the following information.

- 1 Date that an Appendix 3C or the last Appendix 3D was given to ASX

25 January 2013

Information about the change

Complete each item for which there has been a change and items 9 and 10.

Column 1

(Details announced to market in Appendix 3C or last Appendix 3D)

Column 2

(Details of change to buy-back proposals)

On-market buy-back

- 2 Name of broker who will act on the company's behalf

RBS Morgans Limited

Morgans Financial Limited

- 3 Deleted 30/9/2001.

- 4 If the company/trust intends to buy back a maximum number of shares/units – that number

Note: This requires a figure to be included, not a percentage. The reference to a maximum number is to the total number including shares/units already bought back and shares/units remaining to be bought back. If the total has not changed, the item does not need to be completed.

Up to a maximum of 140,000,000 stapled securities

Up to a maximum of 172,000,000 stapled securities

⁺ See chapter 19 for defined terms.

Appendix 3D
Changes relating to buy-back

	Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	Column 2 (Details of change to buy-back proposals)
5 If the company/trust intends to buy back a maximum number of shares/units – the number remaining to be bought back	Up to a maximum of 140,000,000 stapled securities	Up to a maximum of 172,000,000 stapled securities
6 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	The Cromwell Property Group will continue buying back stapled securities for a further 12 months from the conclusion of the existing buy-back period, unless concluded earlier (if the maximum number of securities are bought back before this date or the buy back is terminated by CPSL and CCL).	
7 If the company/trust intends to buy back shares/units if conditions are met – those conditions	Not applicable	

All buy-backs

8 Any other change		
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⁺ See chapter 19 for defined terms.

9 Reason for change

Directors approve the extension of the on-market buy-back, which forms part of the Cromwell Property Group's capital management program.

10 Any other information material to a shareholder's/unitholder's decision whether to accept the offer (*eg, details of any proposed takeover bid*)

Please refer to attachment.

Compliance statement

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

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the 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:



Company secretary

Date: 24 January 2014

Print name:

Nicole Riethmuller

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⁺ See chapter 19 for defined terms.

Attachment to Appendix 3D
Cromwell Property Group

Buy-Back Progress

The buy-back originally announced on 24 January 2008 was for a maximum of 69,000,000 stapled securities. 5,565,342 stapled securities were bought back on-market for \$4,681,411 (including brokerage) between 12 February 2008 and 25 June 2008. No stapled securities have been bought back since June 2008.

The current issued capital of the Cromwell Property Group (or **Cromwell**) is 1,721,483,143 stapled securities.

Capital Management Program

The Directors take into account a number of factors before electing to buy-back securities, including:

- the available resources of Cromwell;
- whether a buy-back is accretive to earnings and net tangible assets per security;
- the gearing of the Cromwell Property Group; and
- other potential uses of the Cromwell's available resources.

Under Cromwell's Securities Trading Policy, Cromwell is restricted from buying-back securities at certain times, including the periods from the end of each half-year or full year reporting period until the release of all material information in relation to that reporting period.

Cromwell has elected to continue the buy-back as Directors remain of the view that continued volatility in financial markets and global economies necessitates a flexible approach to capital management, with the buy-back a possible option when considering how best to manage Cromwell's capital and available resources.

No more than 172,000,000 stapled securities will be bought back during the extended buy-back period, which will expire on 23 January 2015. If current market conditions continue, Cromwell does not expect to buy-back any securities during the next 12 months.

Cromwell reserves the right to suspend or conclude the buy-back at any time. Cromwell will continue to fund any buy-back primarily from its cash reserves and may also use the proceeds of any asset sales to fund the buy-back. Cromwell will not borrow any funds to facilitate the buy-back.

The maximum Cromwell would buy-back is 172,000,000 securities, which is within the '10/12 limit' in the Corporations Act. Although this maximum has been set, the combined factors of:

- the conduct of the buy-back;
- historic average trading volumes; and
- the buy-back factors noted above;

are expected to result in an actual buy-back amount significantly lower than the maximum.

Conduct of Buy-Back

Cromwell will comply with the ASX Listing Rules in conducting the buy-back and all securities will be acquired on the ASX in the ordinary course of trading and in accordance with the ASX Market Rules. Stapled securities will be bought at the market price from time to time.

Cromwell will not dispose of the securities it buys-back and will ensure that, immediately after registration of the transfer to Cromwell of the securities bought-back, the securities will be cancelled.

Cromwell has a documented policy outlining how it will conduct the buy-back. Security holders are welcome to ask Cromwell for a free copy of the policy.

Distribution / Dividend Reinvestment Plan

The Cromwell Property Group Distribution / Dividend Reinvestment Plan was re-introduced on 27 September 2010.

Related Party Holdings

The table below shows the number of stapled securities held by the Directors and entities associated with them as at 31 December 2013. CPSL and its associates may sell their stapled securities on-market during the buy-back period and these may be purchased by Cromwell under the buy-back.

Holder	Ordinary Stapled Securities	Performanc e Rights
CPSL	Nil	Nil
CCL	Nil	Nil
Geoff Levy	2,777,630	Nil
Paul Weightman	16,921,500	4,198,321
Robert Pullar	6,500,000	Nil
Daryl Wilson	1,622,200	1,670,552
David Usasz	2,405,000	Nil
Richard Foster	3,811,765	Nil
Michelle McKellar	514,646	Nil
Mark Wainer	Nil	Nil
Michael Watters	Nil	Nil
Geoff Cannings	80,000	Nil
Total	35,212,741	5,868,873