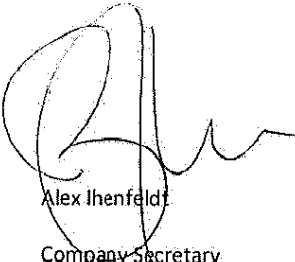


fax

TO:	INGENIA COMMUNITIES GROUP (INA)	FROM:	Alex Ihlenfeldt
FAX:	+612 9287 0303	PAGES:	5  incl this page
PHONE:		DATE:	3/11/2014
RE:	Form 604	CC:	ASX 1300 135 638

☐ Urgent ☐ For Review ☐ Please Comment ☐ Please Reply ☐ Please Recycle

Please find attached, Form 604 on behalf of Resolution Capital Limited



Alex Ihlenfeldt

Company Secretary

Resolution Capital Limited

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme Ingenia Communities Group AU000000INA9

ACN/ARSN

1. Details of substantial holder (1)Name Resolution Capital LimitedACN/ARSN (if applicable) 108 584 167

There was a change in the interests of the substantial holder on

30/10/2013

The previous notice was given to the company on

08/09/2013

The previous notice was dated

08/09/2013**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)
Ordinary	38,360,404	5.66%	58,660,376	6.67

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
See Annexure A					

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
See Annexure B					

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

6. Addresses

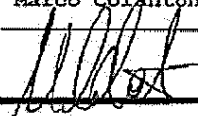
The addresses of persons named in this form are as follows:

Name	Address
Resolution Capital Limited	Level 38 Australia Square Tower Sydney NSW 2000

Signature

print name Marco Colantonio

capacity Company Director

sign here 

date 03/11/2014

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.

Astro Japan Property Group

Annexure A

Date of Change	Person whose relevant interest changed	Nature of change	Consideration	Number of Securities
VARIOUS	Resolution Capital Limited	Purchase	\$ 8,620,770	20,299,972

This is Annexure "A" of 1 page as mentioned in form 604 Notice of change substantial holder

Marco Colantonio
Company Director

Date:


3/11/2014

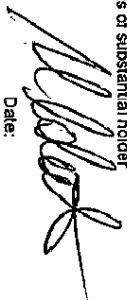
Astro Japan Property Group

Annexure B

Holder of Relevant Interest	Registered Holder of Securities	Person entitled to be Registered as Holder	Nature of Relevant Interest	Class and Number of Securities	Persons Votes
Resolution Capital Limited	BNP Paribas	Resolution Capital Limited	Resolution Capital Limited, in its capacity as Investment Manager has the power to control voting and/or the disposal of securities.	3,661,520 Ordinary Fully Paid	3,661,520
Resolution Capital Limited	National Nominees	Resolution Capital Limited	Resolution Capital Limited, in its capacity as Investment Manager has the power to control voting and/or the disposal of securities.	42,605,409 Ordinary Fully Paid	42,605,409
Resolution Capital Limited	Persting LLC	Resolution Capital Limited	Resolution Capital Limited, in its capacity as Investment Manager has the power to control voting and/or the disposal of securities.	800,000 Ordinary Fully Paid	800,000
Resolution Capital Limited	CitiGroup	Resolution Capital Limited	Resolution Capital Limited, in its capacity as Investment Manager has the power to control voting and/or the disposal of securities.	5,917,936 Ordinary Fully Paid	5,917,936
Resolution Capital Limited	RBC Dexia	Resolution Capital Limited	Resolution Capital Limited, in its capacity as Investment Manager has the power to control voting and/or the disposal of securities.	5,675,511 Ordinary Fully Paid	5,675,511

This is Annexure "B" of 1 page as mentioned in form 604 Notice of change of interests of substantial holder

Marco Colantonio
Company Director



Date:

3/11/2014