

Australian Securities Exchange - Company Announcements Platform

Centuria Capital Group

Sydney, 30 December 2016:

Successful Completion of Entitlement Offer

As previously announced to the market on Wednesday, 23 November 2016, Centuria Capital Group (**CNI**) has agreed to acquire the majority of 360 Capital Group's real estate funds management platform (**Acquisition**).

To assist in funding the Acquisition, CNI has conducted an approximately \$150 million fully underwritten equity raising comprising:

- a 1 for 1 accelerated pro-rata non-renounceable entitlement offer (Entitlement Offer) of new fully paid ordinary securities (Securities) to raise approximately \$77 million;
- a placement of Securities to existing and new institutional investors to raise approximately \$23 million (**Placement**); and
- a conditional placement of Securities to existing and new institutional investors to raise approximately \$50 million (**Conditional Placement**).

Collectively the Offer

The institutional component of the Entitlement Offer and the Placement and the Conditional Placement were completed on Thursday, 24 November 2016, and raised approximately \$99.1 million at the issue price of \$1.00 per new Security (**Issue Price**).

The retail component of the Entitlement Offer (**Retail Entitlement Offer**) under which eligible retail securityholders were able to take up their pro rata entitlement and apply for additional new Securities closed on Wednesday, 28 December 2016. Eligible retail securityholders subscribed for approximately 7.5 million new Securities under the Retail Entitlement Offer, raising approximately \$7.5 million at the Issue Price.

The approximately 43.4 million Securities not taken up under the Retail Entitlement Offer will be allocated to the underwriter, Moelis Australia Advisory Pty Ltd, and various institutional investors who were subunderwriters for the Retail Entitlement Offer, in accordance with the terms of the underwriting agreement.

The acquisition and the issue of new Securities under the Offer remain subject to TOF unitholder approval. If this approval is not received, the acquisition will not proceed and no Securities will be issued under the Offer.

In addition, the issue of new Securities under the Conditional Placement is subject to approval from CNI securityholders. If this approval is not received, no Securities will be issued under the Conditional Placement.



Provided the above approvals are received, new Securities to be issued under the Entitlement Offer, Placement and Conditional Placement are expected to be allotted on Friday, 6 January 2017 and commence trading on a normal settlement basis on Monday, 9 January 2017. Holding statements will be dispatched on Monday, 9 January 2017

For more information, please contact:

John McBain	Shalome Ruiter
Group; CEO	Investor Relations Manager
Centuria Capital Limited	Centuria Capital Limited
Phone: 02 8923 8910 Email:	Phone: 02 8923 8962 Email:
john.mcbain@centuria.com.au	shalome.ruiter@centuria.com.au
Carden Calder	Katy Lithgow
Media enquiries	Media enquiries
BlueChip Communication	BlueChip Communication
Phone: 02 9018 8601	Phone: 02 9018 8603
Email: carden@bluechipcommunication.com.au	Email: katy@bluechipcommunication.com.au

About Us

Centuria Capital "CNI" is an ASX-listed specialist investment manager with \$2.2 billion in funds under management. We offer a range of investment opportunities including listed and unlisted property funds as well as tax-effective investment bonds. Our drive, allied with our in-depth knowledge of these sectors and intimate understanding of our clients, allows us to transform opportunities into rewarding investments.

Any forward looking statements included in this announcement involve subjective judgment and analysis and are subject to significant uncertainties, risks and contingencies, many of which are outside the control of, and are unknown to, CNI and its directors. In particular, they speak only as of the date of this announcement, they assume the success of CNI's business strategies, and they are subject to significant regulatory, business, competitive and economic uncertainties, risks and other factors. Actual future events may vary materially from forward looking statements and assumptions on which those statements are based. Other than as required by law, although they believe there is a reasonable basis for the forward looking statements, neither CNI nor its directors, officers, employees or any related body corporate, gives any representation, assurance or guarantee (express or implied) as to the accuracy or completeness of any forward looking statement or that the occurrence of any event, result, performance or achievement will actually occur. Recipients are cautioned not to place undue reliance on such forward looking statements.

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Important Notices

This announcement does not constitute or form part of an offer, invitation, solicitation, advice or recommendation with respect to the issue, purchase or sale of any stapled securities in Centuria Capital Group. In particular, this announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States. Neither the entitlements nor the Securities that will be offered and sold in the Offer have been, or will be, registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or the securities laws of any state or other jurisdiction of the United States. Accordingly, entitlements may not be issued to or exercised by, and the Securities may not be offered or sold to persons in the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and any other applicable U.S. state securities law. The entitlements and the Securities to be offered and sold in the Entitlement Offer may only be offered and sold to persons that are not in the United States and are not acting for the account or benefit of persons in the United States, in each case, in "offshore transactions" (as defined in Rule 902(h) of the Securities Act) in reliance on Regulation S under the Securities Act.

PO Box 6274 North Sydney NSW 2060