12 December 2012

Australian Securities Exchange

Company Announcements Platform

Centuria completes buy-back and cancellation of 5.2% of issued shares

On 12 December 2012, Centuria Capital Limited (Centuria) successfully closed its unmarketable parcel minimum holding buy-back facility which was first announced to the Australian Securities Exchange on 24 August 2012.

A total of 4,215,316 ordinary shares were acquired and cancelled pursuant to the facility at a price of $0.4775 per share.

Centuria's CEO, Mr John McBain, said that the company continues to hold the view that the current share price does not accurately reflect the full value of the underlying businesses within the group, particularly the annuity income streams flowing from the property funds management and life operations.

The company believes that the purchase and cancellation of shares at these price levels concentrates the shareholding interest of remaining shareholders and additionally the reduction in shareholder numbers by 45% will reduce corporate costs. Both of these outcomes provide positive benefits for shareholders.

The outcomes of the minimum holding buy-back on Centuria's share structure are as follows:

Number of ordinary shares on issue **before** cancellation of buy-back	81,841,118
Number of ordinary shares on issue **after** cancellation of buy-back shares	77,625,802
Number of shareholders **before** buy-back	15,094
Number of shareholders **after** buy-back	8,313

Attached is a copy of the relevant ASIC Form 484.

- Ends -

For more information or to arrange an interview, please contact:

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About Us

Centuria Capital "CNI" is an ASX-listed diversified funds manager with $2 billion in funds under management. We offer a diverse range of investment opportunities – from tax-effective investment bonds to unlisted property funds. Our drive, allied with our inside knowledge of the sector and intimate understanding of our clients, allows us to transform opportunities into rewarding investments.

Australian Securities &
Investments Commission

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Form 484
Corporations Act 2001

Change to company details

Sections A, B or C may be lodged independently with this signed cover page to notify ASIC of:

A1 Change of address
A2 Change of name - officeholders or proprietary company members
A3 Change - ultimate holding company

B1 Cease company officeholder
B2 Appoint company officeholder
B3 Special purpose company

C1 Cancellation of shares
C2 Issue of shares
C3 Change to share structure
C4 Changes to the register of members for proprietary companies

All mandatory fields will be identified with an *.

If there is insufficient space in any section of the form, you may photocopy the relevant page(s) and submit as part of this lodgement

Company details

Refer to guide for information about corporate key

Company name *
CENTURIA CAPITAL LIMITED

ACN/ABN *
095 454 336

Corporate key *
[redacted]

Lodgement details

Who should ASIC contact if there is a query about this form?

Firm/organisation
MATTHEW COY

Contact name/position description
COMPANY SECRETARY

ASIC registered agent number (if applicable)

Telephone number
(02) 8923 8926

Postal or DX address
LEVEL 23, 111 PACIFIC HIGHWAY
NORTH SYDNEY 2060

Total number of pages including this cover sheet
4

Signature

This form must be signed by a current officeholder of the company.

This form must be SIGNED and DATED by a current officeholder after it is PRINTED

I certify that the information in this cover sheet and the attached sections of this form are true and complete.

Name *
MATTHEW COY

Capacity *
- [ ] Director
- [x] Company secretary

Signature

Date signed
{current date/time} 12/12/12 (dd/mm/yyyy)

Lodgement

Send completed and signed forms to:
Australian Securities and Investments Commission,
PO Box 4000, Gippsland Mail Centre VIC 3841.

Or lodge the form electronically by visiting the ASIC website www.asic.gov.au

For help or more information
Telephone 1300 300 630
Email Click here to send ASIC an email.
Web www.asic.gov.au

Change Notification Page

Please notify the changes you wish to make by selecting at least one of the tick boxes available below. Your tickbox selections will generate the appropriate section(s) which will appear after this page.

- A1 ☐ Change of address
- A2 ☐ Change a name for officeholder or proprietary company members
- A3 ☐ Change of ultimate holding company details
- B1 ☐ Cease an officeholder
- B2 ☐ Appoint an officeholder
- B3 ☐ Change to special purpose company status

Click on the button below if you need assistance in making your selection

Form 484 Guide

Once you have made all your selections, scroll down to complete the required sections

To notify ASIC of changes to the shares and/or members register, select the appropriate tickbox below.
Please wait until the table displays showing the appropriate sections that you should complete.

	C1 - Cancellation of shares	C2 - Issue of shares	C3 - Change to share structure table	C4 - Change to members register
C ☑ **Issue of shares**				
C ☐ **Cancellation of shares** ☐ Proprietary company ☑ Public company ☐ if in response to the Annual company statement ☑ if not in response to the Annual company statement				

- C ☐ **Transfer of shares**
- C ☐ **Changes to amounts paid**
- C ☐ **Changes to beneficial ownership**

Once you have made all your selections, scroll down to complete the required sections

To notify ASIC about a division or conversion of a class of shares, you must lodge a form 211 within 28 days after the change occurring.

To notify ASIC about a conversion of shares into larger or smaller numbers, you must lodge a form 2205B within 28 days after the change occurring.

C1 Cancellation of shares

Reason for cancellation
Please indicate the reason that shares have been cancelled (select one or more boxes)

- [ ] Redeemable preference shares -- **S.254J**
- [ ] Capital reduction -- **S.256A -- S.256E**
- [x] Share buy-back -- **ss.257H(3)**
  - [x] Minimum holding buy-back by listed company
  - [ ] Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place.
- [ ] Forfeited shares -- **S.258D**
- [ ] Shares returned to a public company -- **ss.258E(2) & (3)**
- [ ] Other

Details of cancelled shares

List the details of shares cancelled in the following table

Share class code	Number of shares cancelled	Amount paid (cash or otherwise)
ORD	4215316	2012821.81

Earliest date of change
Please indicate the earliest date that any of the above changes occurred *

12/12/2012 (dd/mm/yyyy)

C3 Change to share structure

Where a change to the share structure table has occurred (eg. as a result of the issue or cancellation of shares), please show the updated details for the share classes affected. Details of share classes not affected by the change are not required here.

Share class code	Full title if not standard	Total number of shares (current after changes)	Total amount paid on these shares	Total amount unpaid on these shares
ORD	ORDINARY SHARES	77625802	FULLY PAID	0.00

Earliest date of change

Please indicate the earliest date that any of the above changes occurred *

12/12/2012 (dd/mm/yyyy)

Lodgement details

Is this document being lodged to update the Annual Company Statement that was sent to you?

- [ ] Yes
- [x] No