

14 July 2010

The Manager
Company Announcements Platform
ASX Limited
Level 4, Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

CROMWELL GROUP - NOTICE UNDER SECTIONS 708AA(2)(F) AND 1012DAA(2)(F) OF THE CORPORATIONS ACT 2001 AS NOTIONALLY MODIFIED BY ASIC CLASS ORDER 08/35

This notice is given by Cromwell Corporation Limited ABN 44 001 056 980 (**CCL**) and Cromwell Property Securities Limited ABN 11 079 147 809 (**CPSL**) as the responsible entity of the Cromwell Diversified Property Trust ARSN 102 982 598 (**CDPT**) (together, **Cromwell**) under paragraphs 708AA(2)(f) and 1012DAA(2)(f) of the *Corporations Act 2001* (Cth) (the **Corporations Act**) as notionally modified by the Australian Securities and Investments Commission Class Order 08/35 (**CO 08/35**).

Cromwell has announced a non-renounceable rights issue (**Rights Issue**) of one Cromwell stapled security (consisting of a share in CCL and a unit in CDPT) (**New Securities**) for every 10 Cromwell stapled securities held as at 7.00pm (AEST) on Thursday, 22 July 2010 by eligible securityholders. Cromwell advises that:

- (a) the New Securities will be offered for issue without disclosure to investors under Part 6D.2 of the Corporations Act and without a Product Disclosure Statement for the New Securities being prepared;
- (b) this notice is being given under paragraphs 708AA(2)(f) and 1012DAA(2)(f) of the Corporations Act as notionally modified by CO 08/35;
- (c) as a disclosing entity, CPSL, as the issuer of units in CDPT, being a component security of each of the New Securities, is subject to regular reporting and disclosure obligations;
- (d) as at the date of this notice, each of CCL and CPSL has complied with:
 - (i) the provisions of Chapter 2M of the Corporations Act as they apply to CCL and CPSL respectively; and
 - (ii) section 674 of the Corporations Act as it applies to CCL and CDPT respectively;

CROMWELL GROUP
Cromwell Corporation Limited ABN 44 001 056 980
Cromwell Property Securities Limited ABN 11 079 147 809 AFSL 238052
as responsible entity for Cromwell Diversified Property Trust ABN 30 074 537 051 ARSN 102 982 598

Investment Enquiries 1800 334 533 | Property Management 1800 005 657
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- (e) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8), 708AA(9), 1012DAA(8) and 1012DAA(9) of the Corporations Act as notionally modified by CO 08/35; and
- (f) the potential effect that the issue of the New Securities will have on the control of Cromwell and the consequences of that effect, will depend on a number of factors, including investor demand. However, given that:
 - (i) the Rights Issue will be structured as a pro-rata issue; and
 - (ii) at completion of the Rights Issue, Cromwell expects that Cromwell's largest security holder, Redefine Australian Investments Limited, will hold, but will not hold more than, 19.9% of Cromwell's issued Stapled Securities,

the issue is not expected to have a material effect or consequence on the control of Cromwell.

Regards

CROMWELL CORPORATION LIMITED
CROMWELL PROPERTY SECURITIES LIMITED



DARYL WILSON
FINANCE DIRECTOR