

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme

ING REAL ESTATE COMMUNITY LIVING GROUP

ABN

107 459 576

1. Details of substantial holder

Name The Goldman Sachs Group, Inc. on behalf of itself and its subsidiaries ("GSGI"), being the bodies corporate listed in Annexure A

ACN/ARSN (if applicable)

Not Applicable

There was a change in the interests of the substantial holder on 27 October 2008

The previous notice was given to the company on 30 June 2008

The previous notice was dated 30 June 2008

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 had a relevant interest 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	Person's votes	Voting Power
Ordinary fully paid stapled securities	37,456,065	8.49%	32,974,691	7.48%

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	Holder of Relevant Interest	Nature of Change	Consideration (AUD)	Class and Number of Securities affected	Person's votes affected
30/06/2008	Goldman Sachs JBWere Investment Management Pty Ltd ("GSJBWIM")	Sale	409,682	931,786 Fully paid stapled securities	931,786
30/06/2008	Goldman Sachs JBWere Managed Funds Ltd ("GSJBWMF")	Sale	56,753	128,985 Fully paid stapled securities	128,985
1/7/2008	GSJBWMF	Sale	1,466	3,331 Fully paid stapled securities	3,331
2/7/2008	GSJBWMF	Sale	52,279	122,749 Fully paid stapled securities	122,749
3/7/2008	GSJBWMF	Sale	40,570	100,000 Fully paid stapled securities	100,000
7/7/2008	GSJBWIM	Purchase	37,131	100,519 Fully paid stapled securities	100,519
7/7/2008	GSJBWMF	Purchase	4,772	12,919 Fully paid stapled securities	12,919

8/7/2008	GSJBWIM	Purchase	191,133	505,912	Fully paid stapled securities	505,912
8/7/2008	GSJBWMF	Purchase	9,850	26,073	Fully paid stapled securities	26,073
9/7/2008	GSJBWIM	Purchase	399,551	1,092,564	Fully paid stapled securities	1,092,564
9/7/2008	GSJBWMF	Purchase	14,952	40,887	Fully paid stapled securities	40,887
10/7/2008	GSJBWIM	Purchase	60,901	166,480	Fully paid stapled securities	166,480
16/07/2008	GSJBWIM	Purchase	8,902	24,727	Fully paid stapled securities	24,727
18/07/2008	GSJBWIM	Purchase	31,820	85,999	Fully paid stapled securities	85,999
25/07/2009	Goldman Sachs Asset Management, L.P. ("GSAMLP")	Purchase	7,101	16,907	Fully paid stapled securities	16,907
28/07/2008	GSJBWIM	Purchase	8,400	20,999	Fully paid stapled securities	20,999
30/07/2008	GSJBWIM	Sale	196,456	515,768	Fully paid stapled securities	515,768
30/07/2008	GSJBWMF	Sale	33,477	87,888	Fully paid stapled securities	87,888
31/07/2008	GSJBWIM	Sale	16,450	42,180	Fully paid stapled securities	42,180
31/07/2008	GSJBWMF	Sale	3,050	7,820	Fully paid stapled securities	7,820
1/8/2008	GSJBWIM	Purchase	10,599	26,498	Fully paid stapled securities	26,498
7/8/2008	GSJBWIM	Sale	445,093	1,085,939	Fully paid stapled securities	1,085,939
7/8/2008	GSJBWMF	Sale	58,296	142,186	Fully paid stapled securities	142,186
13/08/2008	GSJBWIM	Sale	49,983	125,671	Fully paid stapled securities	125,671
14/08/2008	GSJBWMF	Sale	35,014	88,644	Fully paid stapled securities	88,644
18/08/2008	GSJBWIM	Sale	8,814	22,034	Fully paid stapled securities	22,034
22/08/2008	GSJBWIM	Purchase	4,437	11,676	Fully paid stapled securities	11,676
27/08/2008	GSJBWIM	Purchase	3,589	9,700	Fully paid stapled securities	9,700
27/08/2008	GSJBWIM	Sale	2,603	7,036	Fully paid stapled securities	7,036
29/08/2008	GSJBWIM	Purchase	10,241	28,057	Fully paid stapled securities	28,057
1/9/2008	GSJBWIM	Sale	22,753	64,092	Fully paid stapled securities	64,092
1/9/2008	GSJBWMF	Sale	4,092	11,528	Fully paid stapled securities	11,528
2/9/2008	GSJBWIM	Sale	97,390	262,509	Fully paid stapled securities	262,509
2/9/2008	GSJBWMF	Sale	17,518	47,219	Fully paid stapled securities	47,219
3/9/2008	GSJBWIM	Sale	81,581	205,082	Fully paid stapled securities	205,082
3/9/2008	GSJBWMF	Sale	14,674	36,889	Fully paid stapled securities	36,889
4/9/2008	GSJBWIM	Sale	66,092	167,706	Fully paid stapled securities	167,706
4/9/2008	GSJBWMF	Sale	11,888	30,166	Fully paid stapled securities	30,166
5/9/2008	GSJBWIM	Sale	67,858	182,763	Fully paid stapled securities	182,763
5/9/2008	GSJBWMF	Sale	12,206	32,874	Fully paid stapled securities	32,874
8/9/2008	GSJBWIM	Sale	45,547	126,241	Fully paid stapled securities	126,241
8/9/2008	GSJBWMF	Sale	8,193	22,708	Fully paid stapled securities	22,708
9/9/2008	GSJBWIM	Sale	29,125	82,603	Fully paid stapled securities	82,603
9/9/2008	GSJBWMF	Sale	5,743	16,288	Fully paid stapled securities	16,288
2/10/2008	GSJBWMF	Sale	3,593	12,180	Fully paid stapled securities	12,180
9/10/2008	GSJBWMF	Sale	108,018	469,032	Fully paid stapled securities	469,032
14/10/2008	GSJBWIM	Sale	28,218	134,631	Fully paid stapled securities	134,631
14/10/2008	GSJBWMF	Sale	4,616	22,021	Fully paid stapled securities	22,021

15/10/2008	GSJBWIM	Sale	33,518	171,886	Fully paid stapled securities	171,886
15/10/2008	GSJBWMF	Sale	5,482	28,114	Fully paid stapled securities	28,114
16/10/2008	GSJBWIM	Sale	13,473	69,240	Fully paid stapled securities	69,240
16/10/2008	GSJBWMF	Sale	2,209	11,351	Fully paid stapled securities	11,351
20/10/2008	GSJBWIM	Sale	33,368	171,831	Fully paid stapled securities	171,831
20/10/2008	GSJBWMF	Sale	5,470	28,169	Fully paid stapled securities	28,169
21/10/2008	GSJBWIM	Sale	21,542	109,349	Fully paid stapled securities	109,349
21/10/2008	GSJBWMF	Sale	10,154	51,544	Fully paid stapled securities	51,544
23/10/2008	GSJBWIM	Sale	26,908	178,208	Fully paid stapled securities	178,208
23/10/2008	GSJBWMF	Sale	4,380	29,007	Fully paid stapled securities	29,007
24/10/2008	GSJBWIM	Sale	18,640	135,867	Fully paid stapled securities	135,867
24/10/2008	GSJBWMF	Sale	3,034	22,115	Fully paid stapled securities	22,115
27/10/2008	GSJBWIM	Sale	31,348	263,217	Fully paid stapled securities	263,217
27/10/2008	GSJBWMF	Sale	5,103	42,844	Fully paid stapled securities	42,844

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	Nature of relevant interest	Class and Number of Securities	Persons votes
GSGI	See below	N/A	GSGI has a relevant interest in these fully paid ordinary units by virtue of section 608(3) of the Corporations Act 2001 (Cth).	32,974,691 fully paid stapled securities	32,974,691
GSJBWIM	Asgard Capital Management Ltd	various clients	GSJBWIM has a relevant interest in 66,163 fully paid stapled securities in its capacity as investment manager for a range of client portfolios.	66,163 fully paid stapled securities	66,163
GSJBWIM	IAG Nominees Pty Ltd	various clients	GSJBWIM has a relevant interest in 1,919,942 fully paid stapled securities in its capacity as investment manager for a range of client portfolios.	1,919,942 fully paid stapled securities	1,919,942
GSJBWIM	Investors Bank & Trust Company, NY	various clients	GSJBWIM has a relevant interest in 520,242 fully paid stapled securities in its capacity as investment manager for a range of client portfolios.	520,242 fully paid stapled securities	520,242
GSJBWIM	JP Morgan Chase, New York	various clients	GSJBWIM has a relevant interest in 14,077,925 fully paid stapled securities in its capacity as investment manager for a range of client portfolios.	14,077,925 fully paid stapled securities	14,077,925

GSJBWIM	National Nominees Limited	various clients	GSJBWIM has a relevant interest in 7,819,961 fully paid stapled securities in its capacity as investment manager for a range of client portfolios.	7,819,961 fully paid stapled securities	7,819,961
GSJBWIM	Perpetual Trustees Ltd	various clients	GSJBWIM has a relevant interest in 27,984 fully paid stapled securities in its capacity as investment manager for a range of client portfolios.	27,984 fully paid stapled securities	27,984
GSJBWIM	State Street Bank Quincy	various clients	GSJBWIM has a relevant interest in 264,489 fully paid stapled securities in its capacity as investment manager for a range of client portfolios.	264,489 fully paid stapled securities	264,489
GSJBWIM	State Street Bank Luxembourg SA	various clients	GSJBWIM has a relevant interest in 325,817 fully paid stapled securities in its capacity as investment manager for a range of client portfolios.	325,817 fully paid stapled securities	325,817
GSJBWIM	State Street Corporation	various clients	GSJBWIM has a relevant interest in 826,692 fully paid stapled securities in its capacity as investment manager for a range of client portfolios.	826,692 fully paid stapled securities	826,692
GSJBWIM	Sumitomo Trust Bank	Various clients	GSJBWIM has a relevant interest in 2,504,273 fully paid stapled securities in its capacity as investment manager for a range of client portfolios.	2,504,273 fully paid stapled securities	2,504,273
GSJBWMF	RBC Dexia Investor Services Australia Nominees Pty Ltd	GSJBWMF	GSJBWMF has a relevant interest in 4,604,296 fully paid stapled securities in its capacity as responsible entity for the Goldman Sachs JBWere range of managed funds.	4,604,296 fully paid stapled securities	4,604,296
GSAMLP	HSBC Custody Nominees Australia Limited	GSAMLP	GSAMLP has a relevant interest in 16,907 fully paid stapled securities in its capacity as investment manager for client portfolios.	16,907 fully paid stapled securities	16,907

4. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN (if applicable)	Nature of association

5. Addresses

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

Name	Address
GSGI	Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, USA
Goldman Sachs JBWere Group	All care of Level 17, 101 Collins Street, Melbourne Victoria 3000
Asgard Capital Management Ltd	PO Box 7817, Cloisters Square WA 6850
IAG Nominees Pty Ltd	Level 26, 388 George Street, SYDNEY NSW 2000
Investors Bank & Trust Company, Boston	200 Clarendon Street, Boston MA 02116
Investors Bank & Trust Company, NY	4th Floor, 33 Maiden Lane, New York 10038
JP Morgan Chase, New York	3 Chase Metrotech Center, Floor 8, Brooklyn, NY 11245-0001
National Nominees Limited	Level 5, 271 Collins Street, Melbourne, Victoria 3000
Perpetual Trustees Ltd	Level 12, 123 Pitt Street, SYDNEY NSW 2000
State Street Bank Quincy	Joseph Palmer Building, 1 Heritage Drive, North Quincy, MA 02171
State Street Bank Luxembourg SA	49 Avenue J-F Kennedy, L-1855 Luxembourg
State Street Corporation	2 Avenue De Lafayette 6N, Boston, MA 02111
Sumitomo Trust Bank	11-3 Kitaoyama 2-Chome, Minato-ku, Tokyo 107-8645, Japan
RBC Dexia Investor Services Australia Nominees Pty Ltd	2 Park Street, Level 17, Sydney, NSW, Australia 2000
HSBC Custody Nominees Australia Limited	GPO Box 5302, Sydney NSW 2001

Print name Evelyn Yu (signing under power of attorney in accordance with section 52 of the Corporations Act)

Capacity Authorised Person

Sign here

Date 29 October 2008



Annexure A

Significant Subsidiaries of The Goldman Sachs Group, Inc.

The following are significant subsidiaries of The Goldman Sachs Group, Inc. as of November 30, 2007 and the states or jurisdictions in which they are organized. Indentation indicates the principal parent of each subsidiary. Except as otherwise specified, in each case The Goldman Sachs Group, Inc. owns, directly or indirectly, at least 99% of the voting securities of each subsidiary. The names of particular subsidiaries have been omitted because, considered in the aggregate as a single subsidiary, they would not constitute, as of the end of 2005, a "significant subsidiary" as that term is defined in Rule 1-02(w) of Regulation S-X under the Securities Exchange Act of 1934.

Name	State or Jurisdiction of Entity
The Goldman Sachs Group, Inc.	Delaware
Goldman, Sachs & Co.	New York
Goldman Sachs (Asia) Finance Holdings L.L.C.	Delaware
Goldman Sachs (Asia) Finance	Mauritius
GS Power Holdings LLC	Delaware
Goldman Sachs (UK) L.L.C.	Delaware
Goldman Sachs Group Holdings (U.K.)	United Kingdom
Scadbury UK Limited	United Kingdom
Scadbury Funding Limited	Cayman Islands
Scadbury II Assets Limited	Cayman Islands
Killingholme Generation Limited	United Kingdom
Killingholme Power Limited	United Kingdom
GS Killingholme Cayman Investments Ltd.	Cayman Islands
GS Killingholme Cayman Investments II Ltd.	Cayman Islands
Goldman Sachs International Bank	United Kingdom
Goldman Sachs Holdings (U.K.)	United Kingdom
Goldman Sachs International	United Kingdom
Goldman Sachs Asset Management International	United Kingdom
Forres LLC	Delaware
Forres Investments Limited	Cayman Islands
Shire UK Limited	United Kingdom
GS Funding Management Limited ⁽¹⁾	Cayman Islands
Goldman Sachs Mortgage Company	New York
GS Financial Services L.P. (Del)	Delaware
Chiltern Trust	Isle of Jersey
Laffitte Participation 10 ⁽¹⁾	France
Laffitte Participation 12	France
GS Longport Investment Corporation	Delaware
GS Oceanside Investments LLC	Delaware
GS Bank USA	Delaware
William Street Equity LLC	Delaware
William Street Funding Corporation	Delaware
GS Capital Funding, Inc. ⁽¹⁾	Delaware
GS Capital Fund (UK) II Limited	United Kingdom
GS Capital Funding (Cayman) Limited	Cayman Islands
Goldman Sachs Investments (Mauritius) I Limited	Mauritius
GS Asian Venture (Delaware) L.L.C.	Delaware
Hull Trading Asia Limited	Hong Kong
Goldman Sachs LLC	Mauritius
Tiger Strategic Investment LTD	Mauritius
MLT Investments LTD.	Mauritius
Euston Enterprises Limited	Hong Kong
Goldman Sachs Strategic Investments (Delaware) L.L.C.	Delaware
Goldman Sachs Strategic Investments (Asia) L.L.C.	Delaware
JLQ LLC	Cayman Islands
Normandy Funding Corp.	Delaware
GS Capital Opportunities LLC	Delaware
Restamove Ireland Limited	Ireland
Goldman Sachs (Japan) Ltd.	British Virgin Islands
Goldman Sachs Japan Co., Ltd.	Japan
Goldman Sachs Japan Holdings, Ltd.	Japan
Name	State or Jurisdiction of Entity

J. Aron Holdings, L.P.	Delaware
J. Aron & Company	New York
Goldman Sachs (Asia) Securities Limited	Hong Kong
Goldman Sachs Asset Management L.P.	Delaware
Goldman Sachs Asset Management Co., Ltd.	Japan
Goldman Sachs Hedge Fund Strategies LLC	Delaware
GSEM (DEL) Inc.	Delaware
GSEM (DEL) Holdings, L.P.	Delaware
GSEM Bermuda Holdings, L.P.	Bermuda
GSEM (DEL) LLC	Delaware
GS Equity Markets, L.P. (Bermuda)	Bermuda
Goldman Sachs (Cayman) Holding Company	Cayman Islands
Goldman Sachs (Asia) L.L.C.	Delaware
Goldman, Sachs & Co.oHG	Germany
MLQ Investors, L.P.	Delaware
Linden Wood, LTD.	Cayman Islands
Linden Wood TK ⁽¹⁾	Japan
Minato Debt Collection K.K.	Japan
Goldman Sachs Realty Japan Ltd.	Japan
Mars Equity Co., LTD	Japan
GSCP (DEL) Inc.	Delaware
Goldman Sachs Credit Partners L.P.	Bermuda
Goldman Sachs Financial Markets, L.P.	Delaware
MTGLQ Investors, L.P.	Delaware
ELQ Investors, LTD	United Kingdom
GS European Opportunities Investment Fund B.V. ⁽¹⁾	Netherlands
GS European Strategic Investment Group B.V. ⁽¹⁾	Netherlands
Matterhorn Acquisition Ltd. ⁽¹⁾	United Kingdom
NEG(TPL)Limited	United Kingdom
SSIG SPF ONE LQ, LLC	Delaware
DAC Holdings I, L.L.C.	Delaware
GS Mehetia LLC	Delaware
Mehetia Holdings Inc.	Delaware
Goldman Sachs Specialty Lending Holdings, Inc. II	Delaware
Goldman Sachs Specialty Lending CLO-I, LTD.	Cayman Islands
Goldman Sachs Bank USA Holdings LLC	Delaware
Goldman Sachs Bank USA	Utah
Commonwealth Annuity And Life Insurance Company	Massachusetts
GSSM Holding II LLC	Delaware
GSSM Holding II Corp.	Delaware
GSTM LLC	Delaware
SLK LLC	New York
Goldman Sachs Execution & Clearing, L.P.	New York
GS Financial Services II, LLC	Delaware
GS Funding Europe Limited	United Kingdom
Amagansett Funding Limited	Cayman Islands
Amagansett II Assets Limited	Cayman Islands
GS European Funding I LTD.	Cayman Islands
GS Funding Europe II Ltd.	Cayman Islands

(1) These entities are partially owned by third-party investors.