

Group Legal

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GPO Box 998
Sydney NSW 2001



28 November 2011

Mr Anthony Ingegneri
Adviser
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Anthony

Re: Buy Back and Cancellation of Securities

We advise that a further 18,345,439 securities have been bought back on market and cancelled since the last ASIC Form 484 was lodged with ASIC and ASX on 27 October 2011. A total of 62,386,926 securities have been bought back on market and cancelled since the commencement of the buy back on 5 September 2011. There are 2,320,649,791 securities on issue following this cancellation.

We further attach a copy of Form 484 lodged with the Australian and Securities Investments Commission. As a Stockland security consists of one Stockland Corporation Limited share stapled to one Stockland Trust unit, the amount stated as paid for the Stockland Corporation Limited cancelled shares in the attached Form 484 has been calculated as a composite of the Stockland Corporation share price and the Stockland Trust unit price.

Yours sincerely

A handwritten signature in blue ink, appearing to read "Phillip Hepburn".

Phillip Hepburn
General Counsel and Group Secretary

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 *

STOCKLAND CORPORATION LIMITED

ACN/ABN *

000 181 733

Corporate key *

Lodgement details

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

Firm/organisation

STOCKLAND

Contact name/position description

PHILLIP ALLAN HEPBURN/COMPANY SECRETARY

ASIC registered agent number (if applicable)

21281

Telephone number

(02) 9035 2686

Postal or DX address

Total number of pages including this cover sheet

4

Signature

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

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

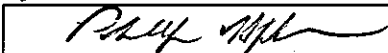
PHILLIP ALLAN HEPBURN

Capacity *

☐ Director

☒ Company secretary

Signature



Date signed

28/11/2011

(dd/mm/yyyy)

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

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](mailto: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
- ☒ Share buy-back -- ss.257H(3)
- ☐ 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	18345439	\$57,757,753.22
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Earliest date of change

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

31/10/2011 (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	2320649791	\$2,320,649,791	\$0.00

Earliest date of change

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

31/10/2011 (dd/mm/yyyy)

Lodgement details

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

☐ Yes

☒ No
