

ASX / Media Release

17 October 2013

Ingenia completes \$61.7m Non-Renounceable Rights Issue

Highlights

- \$61.7 million raised via Rights Issue for MHE portfolio expansion
- Rights Issue heavily oversubscribed with 169.1 million new securities issued
- MHE portfolio expansion is progressing – the Group is now in advanced due diligence on the eight acquisitions underpinning the Rights Issue
- Additional funding capacity approved with \$47.5 million increase in Australian debt facility

Ingenia Communities (ASX: INA) today announced the completion of the Group's 1 for 3 Non-Renounceable Rights Issue (the Rights Issue) which raised \$61.7 million through the issue of 169.1 million Offer Securities to Eligible Securityholders at an issue price of \$0.365 per Offer Security. The Offer was fully underwritten by RBS Morgans and Petra Capital.

Ingenia further advises that the allotment of securities was completed yesterday and holding statements will be dispatched today in accordance with the published timetable.

Pursuant to ASX Listing Rules, Ingenia advises the following:

1. The date of allotment and number of securities:
 - (a) Allotment Date: 16 October 2013
 - (b) Number of Securities issued: 169,061,038 fully paid stapled securities at \$0.365 per security
 - (c) Dispatch of Holdings Statements: 17 October 2013
2. Quoted securities of the Group following the above issue and allotment:
 - (a) 676,240,232 fully paid stapled securities

A statement setting out the names of the 20 largest holders of fully paid stapled securities and the percentage held by each following the allotment, is attached.

The Rights Issue was heavily oversubscribed with valid applications received for 213.9 million new securities. Participation in the Rights Issue was high with 91% securityholder take-up (by overall value) and a significant number of applicants applied for additional new securities. The principles for allocating additional securities were to provide applicants with a minimum allocation and thereafter a percentage of their holding in new additional securities.

As announced last month, the Rights Issue was undertaken for the acquisition of a further eight manufactured home estates in NSW. The Group is now in advanced due diligence on

these opportunities and anticipates making further announcements on the transactions in the coming months.

In late September 2013, the Group also received a credit approved offer from its Australian lender for a \$47.5m facility increase taking the facility limit to \$129.5m.

Ingenia Chief Executive Officer Simon Owen said: “We are pleased to have had such strong demand from our existing securityholders for the Offer Securities. The equity raised through the Rights Issue, combined with our additional debt funding capacity, positions Ingenia to continue to capitalise on the accretive opportunities we have identified as we accelerate the creation of a market leading MHE portfolio. We are well placed to continue to expand the portfolio and to increase the Group’s exposure to cash yielding affordable seniors living communities.”

For further information please contact:

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About Ingenia Communities Group

Ingenia Communities Group (ASX Code: INA) is a stapled property group comprising Ingenia Communities Holdings Limited (ACN 154 444 925), Ingenia Communities Fund (ASRN 107 459 576) and Ingenia Communities Management Trust (ARSN 122 928 410). The Responsible Entity for each scheme is Ingenia Communities RE Limited (ACN 154 464 990) (AFSL415862).

Ingenia Communities Group is a leading operator, owner and developer of a diversified portfolio of seniors housing communities. It has 44 assets in Australia, comprising over 3,200 units.

INGENIA COMMUNITIES GROUP

**FIRST 20 INVESTORS REPORT
 WEDNESDAY 16 OCTOBER 2013**

<u>Rank</u>	<u>Investor</u>	<u>Current Balance</u>	<u>% Issued Capital</u>
Security: INA - STAPLED SECURITY			
1	J P MORGAN NOMINEES AUSTRALIA LIMITED	96,328,992	14.24%
2	NATIONAL NOMINEES LIMITED	83,850,561	12.40%
3	AUST EXECUTOR TRUSTEES SA LTD <TEA CUSTODIANS LIMITED>	62,127,672	9.19%
4	JP MORGAN NOMINEES AUSTRALIA LIMITED <CASH INCOME A/C>	47,234,814	6.98%
5	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	28,063,022	4.15%
6	CITICORP NOMINEES PTY LIMITED <COLONIAL FIRST STATE INV A/C>	24,767,203	3.66%
7	MERCANTILE INVESTMENT COMPANY LTD	19,514,519	2.89%
8	CITICORP NOMINEES PTY LIMITED	17,679,891	2.61%
9	MCNEIL NOMINEES PTY LIMITED	16,400,531	2.43%
10	BNP PARIBAS NOMS (NZ) LTD <DRP>	14,608,249	2.16%
11	RBC INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <BKCUST A/C>	13,305,607	1.97%
12	MERCANTILE INVESTMENT COMPANY LTD	13,103,817	1.94%
13	BNP PARIBAS NOMS PTY LTD <DRP>	11,202,443	1.66%
14	MIRRABOOKA INVESTMENTS LIMITED	10,406,452	1.54%
15	UBS NOMINEES PTY LTD	8,996,300	1.33%
16	GWYNVILL TRADING PTY LTD	6,666,667	.99%
17	BLUEFLAG HOLDINGS PTY LTD <THE BLUEFLAG A/C>	5,333,334	.79%
18	CUSTODIAL SERVICES LIMITED <BENEFICIARIES HOLDING A/C>	5,215,523	.77%
19	BOND STREET CUSTODIANS LIMITED <MOSAIC SPECIAL SITUAT A/C>	3,183,542	.47%

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<u>Rank</u>	<u>Investor</u>	<u>Current Balance</u>	<u>% Issued Capital</u>
20	BODIAM PROPERTIES PTY LTD <BODIAM FAMILY A/C>	3,123,000	.46%
TOTAL FOR TOP 20:		491,112,139	Investors 20 72.62%
TOTAL IN THIS REPORT:		491,112,139	Investors 20 72.62%
TOTAL OTHER INVESTORS:		185,128,093	3,740 27.38%
GRAND TOTAL:		676,240,232	3,760 100.00%

end of report