

# Appendix 3Y

## Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

|                       |   |
|-----------------------|---|
| <b>Name of entity</b> | <b>DEXUS Property Group comprising the stapled securities of<br/>DEXUS Diversified Trust (DDF)<br/>DEXUS Office Trust (DOT)<br/>DEXUS Industrial Trust (DIT)<br/>DEXUS Operations Trust (DXO)</b> |
| <b>ABN</b>            | <b>60 575 572 573 (DDF)<br/>45 098 862 531 (DOT)<br/>27 957 640 288 (DIT)<br/>69 645 176 383 (DXO)</b>  |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |                        |
|----------------------------|------------------------|
| <b>Name of Director</b>    | Craig Douglas Mitchell |
| <b>Date of last notice</b> | 7 July 2014            |

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

|  |   |
|--|---|
| <b>Direct or indirect interest</b>   | Indirect  |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | Performance Rights granted under the Short Term Incentive (STI) Rights Plan and the Long Term Incentive (LTI) Rights Plan |
| <b>Date of change</b>  | 3 November 2014   |

+ See chapter 19 for defined terms.

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|   |  |
|---|--|
| <b>No. of securities held prior to change</b>   | Performance Rights granted under the Transitional Plan giving the right to 539,782 securities<br>Performance Rights granted under the STI Rights Plan giving the right to 88,879 securities<br>Performance Rights granted under the LTI Rights Plan giving the right to 355,518 securities<br>93,760 securities<br>See the note at the end of this form. |
| <b>Class</b>  | Ordinary   |
| <b>Number acquired</b>  | Performance Rights granted under the 2014 STI Rights Plan giving the right to 214,034 securities<br>Performance Rights granted under the 2014 LTI Rights Plan giving the right to 513,019 securities<br>See the note at the end of this form.  |
| <b>Number disposed</b>  | Nil  |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation | No cash consideration<br>2014 STI Rights Plan- \$242,501 cash equivalent<br>2014 LTI Rights Plan - \$581,251 cash equivalent<br>(using a VWAP of 1.1330 per security as at 1 July 2014)  |

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|  |   |
|--|---|
| <p><b>No. of securities held after change</b></p>  | <p>Performance Rights granted under the Transitional Plan giving the right to 539,782 securities<br/>           Performance Rights granted under the 2013 STI Rights Plan giving the right to 88,879 securities<br/>           Performance Rights granted under the 2014 STI Rights Plan giving the right to 214,034 securities<br/>           Performance Rights granted under the 2013 LTI Rights Plan giving the right to 355,518 securities<br/>           Performance rights granted under the 2014 LTI Rights Plan giving the right to 513,019 securities<br/>           93,760 securities<br/>           See the note at the end of this form.</p> |
| <p><b>Nature of change</b><br/>           Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p> | <p>Grant of Performance Rights</p>  |

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

|   |            |
|---|------------|
| <p><b>Detail of contract</b></p>  | <p>N/A</p> |
| <p><b>Nature of interest</b></p>  | <p>N/A</p> |
| <p><b>Name of registered holder (if issued securities)</b></p>  | <p>N/A</p> |
| <p><b>Date of change</b></p>  | <p>N/A</p> |
| <p><b>No. and class of securities to which interest related prior to change</b><br/>           Note: Details are only required for a contract in relation to which the interest has changed</p> | <p>N/A</p> |
| <p><b>Interest acquired</b></p>   | <p>N/A</p> |
| <p><b>Interest disposed</b></p>   | <p>N/A</p> |

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| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation | N/A |
| <b>Interest after change</b>   | N/A |

### Part 3 – + Closed period

|   |     |
|---|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a + closed period where prior written clearance was required?</b> | N/A |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>  | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>   | N/A |

Note: As announced on 29 October 2014, DEXUS Funds Management Limited as responsible entity of DEXUS Property Group will undertake a one-for-six consolidation (Consolidation) of DEXUS Stapled Securities (Securities) which will be effective on 10 November 2014. The numbers of Securities set out in this form are pre-consolidation numbers.

Following the Consolidation, each of the Securities listed in this form will be consolidated on a one-for-six basis in the same manner as all other Securities. In addition, following the Consolidation, the director's performance rights will give, in accordance with their terms of issue, the right to one-sixth the number of Securities that are specified in this form.

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