



**CENTRO**  
PROPERTIES  
GROUP

# FY09 Annual Results

# Agenda

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- Overview
  - Glenn Rufrano, Chief Executive Officer
- Financial Results
  - Tony Clarke, Chief Executive Officer – Centro Australia
- Managed Properties' Performance
  - Australia – Mark Wilson, General Manager – Australian Property Operations
  - US – Mike Carroll, Chief Executive Officer – Centro US
- Conclusion
  - Glenn Rufrano, Chief Executive Officer

# Company Update

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- Debt Stabilisation Agreement closed on 16 January 2009
- Primary areas of focus:
  - Property operations
  - Refinancing:
    - Maturing facilities in Managed Funds
    - Headstock and Super LLC
- Investor vote on Hybrid Securities
- Group CEO succession plan

# Board Renewal and Separation Delivered

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- Centro has met its plan outlined at 2008 AGM
- Three highly experienced new independent non-executive directors appointed to Centro Board
  - Anna Buduls
  - Susan Oliver
  - Robert Tsenin
- New CER Chairman Peter Day appointed
- Current directors Peter Wilkinson, Sam Kavourakis, Graham Goldie to retire upon commencement of new directors

# Litigation

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- Centro continues to defend two class action claims
- Mediation session occurred in July where meaningful discussions were held
- Further mediation session anticipated for early November 2009

# General Economic Conditions

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- From Bust to Not Busted
- Government stabilisation efforts has aided financial sector and consumer confidence
- Liquidity still an issue
- Australia vs US

# Valuations

## Australian Comparable Portfolio Analysis (AUD)

	30 June 2009	Change <sup>1</sup>	
		Dec-08 to Jun-09	Jun-08 to Jun-09
Valuation FUM	\$7.71bn	-5.8%	-15.3%
Valuation Look Through	\$3.46bn	-6.0%	-15.4%
Cap Rate FUM	7.52%	36 bpts	110 bpts
Cap Rate Look Through	7.39%	37 bpts	111 bpts

1. Prior values have been adjusted for capital expenditure incurred during the period

Based on a comparable analysis of 121 properties held over the 12 month period

## US Comparable Portfolio Analysis (USD)

	30 June 2009	Change <sup>1</sup>	
		Dec-08 to Jun-09	Jun-08 to Jun-09
Valuation FUM <sup>2</sup>	\$10.16bn	-14.0%	-18.2%
Valuation Look Through <sup>3</sup>	\$6.26bn	-14.0%	-18.2%
Cap Rate FUM <sup>2</sup>	8.29%	84 bpts	109 bpts
Cap Rate Look Through <sup>3</sup>	8.26%	76 bpts	102 bpts

1. Prior values have been adjusted for capital expenditure incurred during the period

2. Based on a comparable analysis of 611 properties held over the 12 month period

3. Based on a comparable analysis of 520 properties held over the 12 month period

- Operating fundamentals continue to impact valuation
- Total value decline of 11.1% or \$2.5bn from December 2008 to June 2009\*
- All properties revalued in June 2009 with combination of independent and directors valuations



Additional valuation information is shown in appendices

\*Property values have been converted at A\$1 = US\$0.8064

26 August 2009

FY09 Annual Results

# Managed Portfolio Asset Dispositions

Centro FUM Asset Sales for year ended 30 June 2009				
	US (US\$m) <sup>1</sup>	Australia / NZ (A\$m) <sup>1</sup>	Total (A\$m) <sup>2</sup>	Gain/(loss) to book value
Centro - Super LLC	125.7	0.0	155.9	-4.8%
Centro - Other	6.5	0.0	8.1	0.0%
CER - Super LLC	7.6	0.0	9.4	-8.9%
CER - Other	291.0	75.6	436.6	-4.8%
CMCS	0.0	154.3	154.3	-11.8%
CAWF	0.0	34.0	34.0	-9.9%
JVs	62.9	0.0	78.0	-0.2%
<b>Total</b>	<b>493.7</b>	<b>264.0</b>	<b>876.2</b>	<b>-5.9%</b>
<b>Weighted average cap rates</b>	<b>8.8%</b>	<b>8.3%</b>		

<sup>1</sup> All dollar figures represent ownership value for relevant fund

<sup>2</sup> Totals - All US\$ figures converted at A\$1 = US\$0.8064

- 57 US and 8 Australian/NZ properties sold during year
- Sales only where specific reasons exist for relevant fund
- Weighted cap rates broadly in line with portfolio valuations



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# Financial Results

- Tony Clarke

# Income Statement

(based on ownership share)

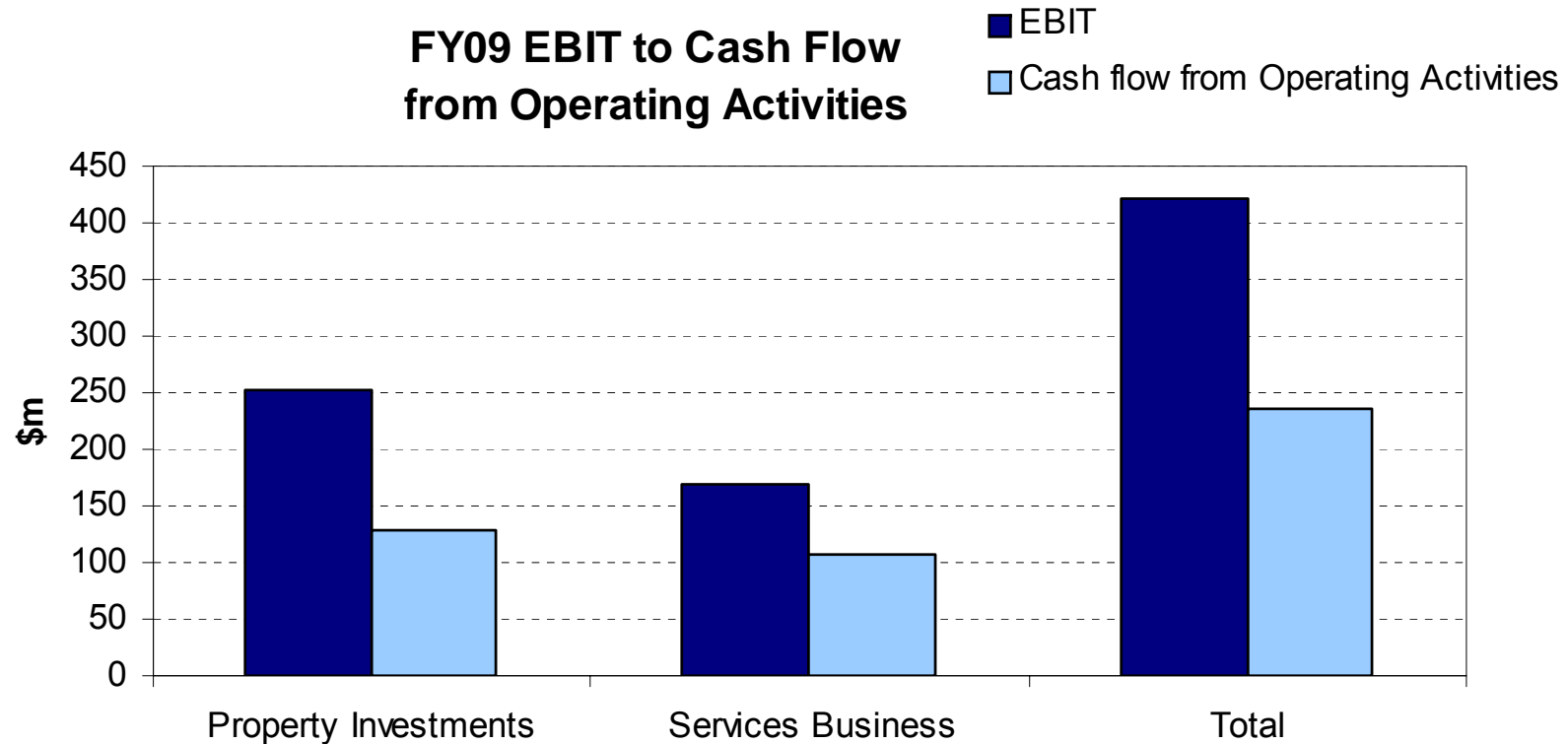
Income Statement for year ended (\$m)	30 June 2009	30 June 2008	Change
Property Investment Income	295.7	377.4	-21.6%
Services Business Income	299.8	358.9	-16.5%
Overheads	(172.9)	(165.6)	-4.4%
<b>EBIT</b>	<b>422.6</b>	<b>570.7</b>	<b>-25.9%</b>
Interest expense	(199.0)	(295.6)	32.7%
Preference Units and OEI	5.6	(33.1)	-116.9%
<b>Underlying Profit*</b>	<b>229.2</b>	<b>242.0</b>	<b>-5.3%</b>
Attributable to Ordinary Securityholders			
Adjustments			
Asset Revaluations	(2,531.5)	(1,194.8)	n/a
Impairments	-	(772.0)	n/a
Derivative MTM's	(236.2)	(517.3)	n/a
FX	(950.6)	336.1	n/a
Restructuring Costs & bank extension fees	(74.4)	(130.0)	n/a
Other Net AIFRS Adjustments	19.6	(19.2)	n/a
<b>Net Profit/(Loss)</b>	<b>(3,544.0)</b>	<b>(2,055.2)</b>	<b>n/a</b>
Attributable to Ordinary Securityholders			

\* Underlying profit has been determined in accordance with the AICD/Finsia principles for reporting underlying profit.

# CNP Headstock Cash Flow

CNP Headstock Cashflow (\$m)	6 months ended 30 June 2009	6 months ended 31 Dec 2008	6 months ended 30 June 2008
<b>Cash Flow from Operating Activities</b>			
Property Investments	55.5	86.4	79.7
Services Business	72.6	73.6	77.7
Overheads	(26.6)	(26.7)	(33.7)
<b>Total cash flow from Operating Activities</b>	<b>101.5</b>	<b>133.3</b>	<b>123.7</b>
<b>Cash Flow from Investing Activities</b>			
Capex	(1.9)	(29.7)	(108.7)
Disposals/capital returns	4.4	18.7	-
<b>Total cash flow from Investing Activities</b>	<b>2.5</b>	<b>(11.0)</b>	<b>(108.7)</b>
<b>Cash Flow from Financing Activities</b>			
Net interest cost	(69.4)	(86.3)	(92.9)
Derivatives	(7.7)	(89.5)	(84.2)
Restructure costs	(35.3)	(33.8)	(59.9)
Related party loan repayments	0.9	27.0	81.6
Other	(5.6)	0.5	(8.0)
<b>Total cash flow from Financing Activities</b>	<b>(117.2)</b>	<b>(182.1)</b>	<b>(163.4)</b>
<b>Net Increase /(Decrease) in Cash Held</b>	<b>(13.2)</b>	<b>(59.8)</b>	<b>(148.4)</b>
Liquidity facility drawdowns	-	77.5	60.5
Cash at start of period	59.0	41.3	129.2
<b>Cash at end of period</b>	<b>45.8</b>	<b>59.0</b>	<b>41.3</b>

# EBIT and Operating Cash Comparison



# Statutory Balance Sheet

Balance Sheet	30 June 2009 \$m	31 Dec 2008 \$m	30 June 2008 \$m
<b>Total Assets</b>	<b>18,235</b>	<b>23,958</b>	<b>20,577</b>
Financed by:			
Borrowings	17,320	19,740	15,036
Other Liabilities	1,529	2,562	1,398
Equity attributable to minority interests	943	2,002	2,852
<b>Equity attributable to members</b>	<b>(1,557)</b>	<b>(346)</b>	<b>1,291</b>
Proforma adjustment should Hybrid Securities convert	987	n/a	n/a
<b>Adjusted equity attributable to members</b>	<b>(570)</b>	<b>(346)</b>	<b>1,291</b>
<b>Ratios</b>			
Gearing (book)	94.9%	82.2%	72.8%
Diluted net tangible assets per security (\$)¹	(2.23)	(1.23)	0.69

(1) NTA includes the face value of the Exchangeable Notes as equity which is equivalent to \$0.68 per security



# Centro & Group Debt Maturity Profile

A\$m <sup>1</sup>								
Fund	Entity	Six months ending 31 Dec 2009	Six months ending 30 June 2010	12 months ending 30 June 2011	Beyond	Total	Centro beneficial ownership look- through interest	
CNP	Centro	-	-	-	4,600*	4,600		
	Super	123 <sup>#</sup>	22	2,171	964	3,280		
	US REITs	7	15	11	68	100		
CNP Total		130	37	2,182	5,632	7,980	100.0%	7,980
CER	Australia	584	-	280	337	1,200		
	CSF REIT	90	60	123	966	1,238		
	Super	472 <sup>#</sup>	9	1,290	640	2,411		
	US REITs	16	-	114	434	564		
CER Total		1,162	69	1,806	2,376	5,413	42.3%	2,291
CAWF		150	115	-	658	923	78.0%	720
CAF		-	-	-	519	519	86.1%	447
CMCS AUS		724 <sup>^</sup>	-	136	846	1,706	24.0%	409
CMCS US	US REITs	201	-	247	1,177	1,625		
	Super	-	-	147	458	605		
CMCS US Total		201	-	394	1,635	2,230	70.4%	1,570
Other Managed		22	75	-	661	758	22.9%	174
Grand Total		2,388	296	4,518	12,327	19,529	69.6%	13,591

<sup>1</sup> US\$ denominated debt converted at A\$1 = US\$0.8064

\* Includes Hybrid Securities of \$0.99 billion

<sup>#</sup> Includes \$77 million (CNP) and \$449 million (CER) with an option to extend by 12 months from September 2009

<sup>^</sup> Includes \$457 million of debt classified as current due to a breach



# Management of Centro Headstock Financial Risks

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- Centro headstock debt currently 66% subject to variable interest rates
- Remaining interest rate hedges subject to termination
- Balance sheet liability reduced but cash flow volatility now exists

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# Managed Properties' Performance

- Australasian Portfolio – Mark Wilson
- US Portfolio – Michael Carroll



# Managed Property Portfolio

	Jun 09	Jun 08
Property Portfolio Value <sup>1</sup>	A\$20.3bn	A\$22.6bn
US Property Portfolio Value	US\$10.2bn	US\$12.8bn
Australasian Property Portfolio Value	A\$7.7bn	A\$9.3bn
Number of Properties	733	794
Number of US Properties	612	665
Number of Aust Properties	121	129

<sup>1</sup> The calculation of property funds under management is now based on the 30-Jun-09 spot rate of A\$1 = US\$0.8064, while previously this figure was based on the 30-Jun-08 spot rate of A\$1 = US\$0.9626.

# Australasian Portfolio Statistics

Portfolio Statistics	Jun 09	Jun 08
Number of Properties	121	129
Total Portfolio Value	A\$7.7bn	A\$9.3bn
Gross Lettable Area (million sqm)	2.0	2.1
Comparable NOI Growth – Stabilised	2.5%	3.7%
Comparable NOI Growth – Incl. Developments	4.3%	4.6%
Portfolio Occupancy Rate – Stabilised	99.0%	99.5%
Retail Sales Growth	5.0%	6.9%
Average Specialty Occupancy Cost	13.6%	13.5%
Weighted Average Lease Expiry by Income	4.7yrs	4.8yrs
Leasing Deals	1,345	1,493
Rental Income Growth	4.7%	9.7%
Specialty Lease Renewal Rate	82.2%	79.8%

# Australian Retail Performance and Environment

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- Sales growth remains solid at 5.0% but some pressured categories
- FY09 sales boosted by Government stimulus packages
- Non-discretionary and value oriented retailers continue to perform well
- Sales growth of 3% projected in FY10

# US Portfolio Statistics

Managed Portfolio Statistics	Jun 09	Jun 08
Number of Properties	612	665
Total Portfolio Value (US\$)	\$10.2bn	\$12.8bn
Gross Lettable Area (million sqf)	100.0	105.8
Comparable NOI Growth – Stabilised	-3.6%	1.9%
Comparable NOI Growth – Incl. Developments	-2.8%	3.3%
Portfolio Occupancy Rate – Stabilised	88.7%	91.9%
Portfolio Occupancy Rate – Developments	77.4%	78.7%
Weighted Average Lease Expiry by Income	5.2yrs	5.5yrs
Leasing Deals	2,137	1,961
Rental Income Growth	2.2%	8.0%
Specialty Lease Renewal Rate	72.3%	72.5%

# US Retail Performance and Environment

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- Supply / Demand imbalance for junior anchor space
- Pressure on rent spreads
- Progress on re-leasing big-box space vacancies created by bankruptcies
- Crucial back-to-school and Christmas holiday seasons

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# Conclusion

- Glenn Rufrano

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# Question and Answer

# Contact Details

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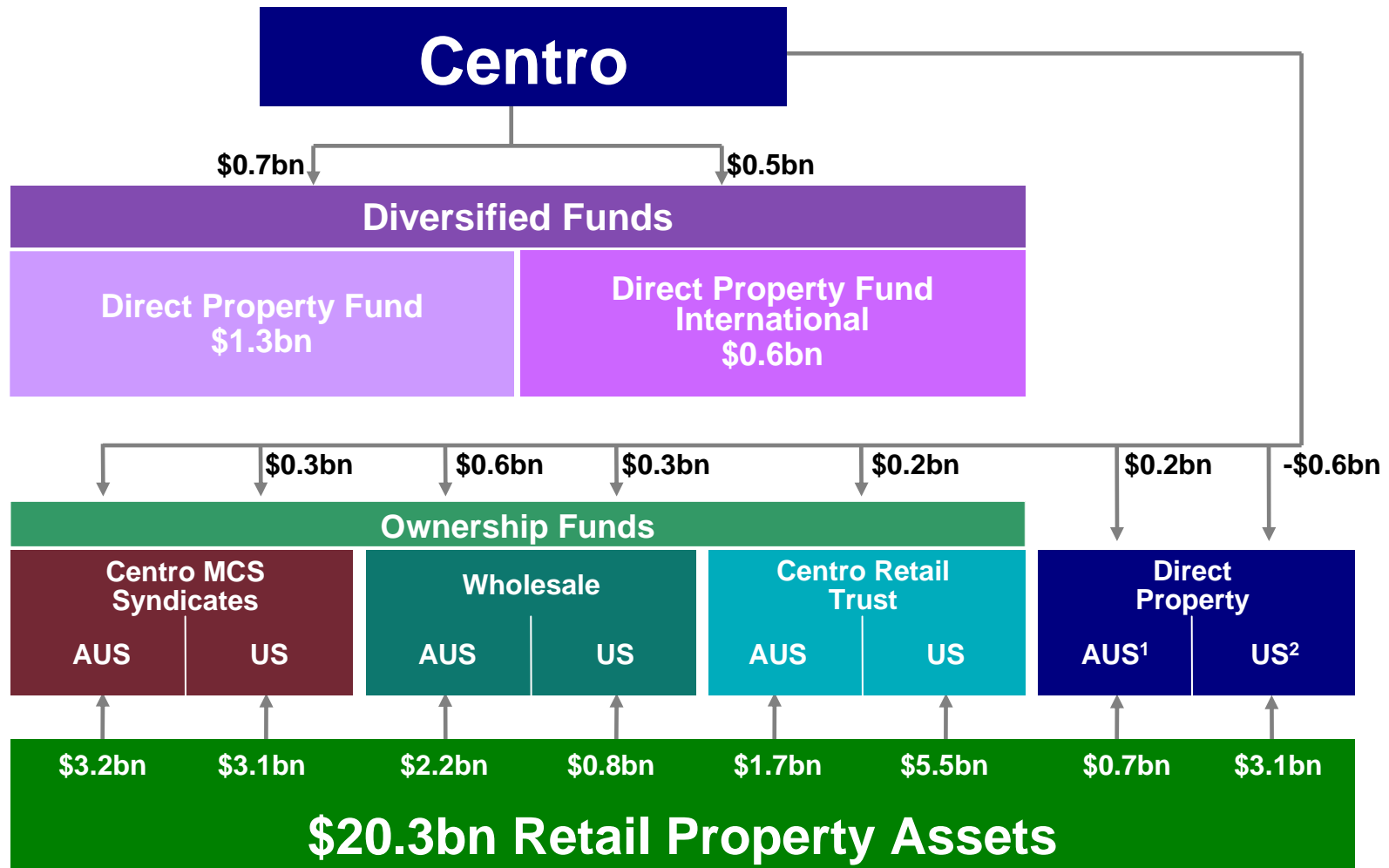


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# Appendix 1

## Additional Financial Information

# Centro's Property Investment Position at 30 June 2009



*Property values have been converted at A\$1 = US\$0.8064*

<sup>1</sup> Includes Joint Venture, directly owned properties and CSIF A

<sup>2</sup> Includes directly owned properties, Centro's Super LLC properties, minority interests and Joint Venture properties. Excludes value of Super LLC intangible assets

# Centro's Property Investment Position at 30 June 09

Diversified Funds	Total FUM A\$bn	Equity A\$bn	Equity Interests %				
			CNP	DPF	DPFI	CER	External
DPF	1.3	1.3	56	0	0	0	44
DPFI	0.6	0.6	67	27	0	0	6
<b>Ownership Funds</b>							
CMCS AUS	3.2	1.3	3	33	0	0	64
CMCS 32, 35 & 36	0.7	0.2	0	0	49	0	51
CMCS 38	0.5	0.1	13	0	50	20	17
CMCS 39 & 40	1.9	0.6	50	0	35	15	0
CAWF	2.2	1.2	50	50	0	0	0
CAF	0.8	0.5	47	0	50	0	3
CER	7.2	0.7	25	7	19	0	49
Aust JVs	0.3	0.3	0	0	0	0	100
US JVs	0.7	0.1	20	0	0	0	80
Centro Direct Aust	0.4	0.3	76	0	0	0	24
Centro Direct US	0.4	0.3	100	0	0	0	0
Centro US (Super LLC)	2.0	-0.9	100	0	0	0	0
<b>Total</b>	<b>20.3</b>	<b>4.7</b>					

# Detailed Income Statement

(based on ownership share)

Income Statement for year ended (\$m)	30 June 2009	30 June 2008	Change
<b>Property Investment Income</b>			
Direct Australian Property	4.0	5.6	-29.6%
Direct US Property	22.1	28.8	-23.3%
Investments in Managed Funds	269.7	343.0	-21.4%
<b>Property Investment Income Total</b>	<b>295.7</b>	<b>377.4</b>	<b>-21.6%</b>
<b>Services Business Income</b>			
Property Management	107.9	101.5	6.2%
Development Management & Leasing	39.6	36.7	7.9%
Funds Management - RE Fees & Recoveries	149.6	194.6	-23.1%
Funds Management - Rollover & Performance Fees	2.7	26.0	-89.5%
<b>Services Business Income Total</b>	<b>299.8</b>	<b>358.9</b>	<b>-16.5%</b>
<b>Overheads</b>	<b>(172.9)</b>	<b>(165.6)</b>	<b>-4.4%</b>
<b>EBIT</b>	<b>422.6</b>	<b>570.7</b>	<b>-25.9%</b>
Interest expense	(199.0)	(295.6)	32.7%
Preference Units and OEI	5.6	(33.1)	n/a
<b>Underlying Profit*</b>	<b>229.2</b>	<b>242.0</b>	<b>-5.3%</b>
<b>Attributable to Ordinary Securityholders</b>			
Adjustments			
Asset Revaluations	(2,531.5)	(1,194.8)	n/a
Impairments	-	(772.0)	n/a
Derivative MTM's	(236.2)	(517.3)	n/a
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Restructuring Costs & bank extension fees	(74.4)	(130.0)	n/a
Other Net AIFRS Adjustments	19.6	(19.2)	n/a
<b>Net Profit/(Loss)</b>	<b>(3,544.0)</b>	<b>(2,055.2)</b>	<b>n/a</b>
<b>Attributable to Ordinary Securityholders</b>			

\* Underlying profit has been determined in accordance with the AICD/Finsia principles for reporting underlying profit.

# Detailed CNP Headstock Cash Flow

<b>CNP Headstock Cashflow (\$m)</b>	<b>6 months ended 30 June 2009</b>	<b>6 months ended 31 Dec 2008</b>	<b>6 months ended 30 June 2008</b>
<b>Cash Flow from Operating Activities</b>			
Property Investments			
Direct Australian Property	1.0	1.3	1.3
Direct US Property	0.1	0.1	22.2
Investments in Managed Funds	54.4	85.0	56.2
Services Business			
Property Management	25.9	22.3	17.0
Development Management & Leasing	2.1	2.1	3.0
Funds Management - RE Fees & Recoveries	44.6	46.5	57.7
Funds Management - Rollover & Performance Fees	-	2.7	-
Overheads	(26.6)	(26.7)	(33.7)
<b>Total cash flow from Operating Activities</b>	<b>101.5</b>	<b>133.3</b>	<b>123.7</b>
<b>Cash Flow from Investing Activities</b>			
Capex	(1.9)	(29.7)	(108.7)
Disposals/capital returns	4.4	18.7	
<b>Total cash flow from Investing Activities</b>	<b>2.5</b>	<b>(11.0)</b>	<b>(108.7)</b>
<b>Cash Flow from Financing Activities</b>			
Net interest cost	(69.4)	(86.3)	(92.9)
Derivatives	(7.7)	(89.5)	(84.2)
Restructure costs	(35.3)	(33.8)	(59.9)
Related party loan repayments	0.9	27.0	81.6
Other	(5.6)	0.5	(8.0)
<b>Total cash flow from Financing Activities</b>	<b>(117.2)</b>	<b>(182.1)</b>	<b>(163.4)</b>
<b>Net Increase /(Decrease) in Cash Held</b>	<b>(13.2)</b>	<b>(59.8)</b>	<b>(148.4)</b>
Liquidity facility drawdowns	-	77.5	60.5
Cash at start of period	59.0	41.3	129.2
<b>Cash at end of period</b>	<b>45.8</b>	<b>59.0</b>	<b>41.3</b>

# CNP Balance Sheet

(based on ownership share)

<b>CNP Balance Sheet</b> (based on ownership share)	<b>30 June 2009</b> \$m
Property Investments	2,195
Other Assets	1,379
<b>Total Assets</b>	<b>3,574</b>
Financed by:	
Borrowings (including Hybrid Securities)	4,600
Other Liabilities	531
<b>Equity</b> attributable to members	<b>(1,557)</b>
Proforma adjustment should Hybrid Securities convert	<b>987</b>
<b>Adjusted equity attributable to members</b>	<b>(570)</b>

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# Appendix 2

## Additional Managed Properties Information

# Valuations

## Australian Comparable Portfolio Analysis (AUD)

	30 June 2009	31 Dec 2008 <sup>1</sup>	30 Jun 2008 <sup>1</sup>
Valuation FUM	\$7.71bn	\$8.18bn	\$9.10bn
Valuation Look Through	\$3.46bn	\$3.68bn	\$4.10bn
Cap Rate FUM	7.52%	7.16%	6.42%
Cap Rate Look Through	7.39%	7.02%	6.28%

1. Prior values have been adjusted for capital expenditure incurred during the period

Based on a comparable analysis of 121 properties held over the 12 month period

## US Comparable Portfolio Analysis (USD)

	30 June 2009	31 Dec 2008 <sup>1</sup>	30 Jun 2008 <sup>1</sup>
Valuation FUM <sup>2</sup>	\$10.16bn	\$11.81bn	\$12.42bn
Valuation Look Through <sup>3</sup>	\$6.26bn	\$7.28bn	\$7.65bn
Cap Rate FUM <sup>2</sup>	8.29%	7.45%	7.20%
Cap Rate Look Through <sup>3</sup>	8.26%	7.50%	7.24%

1. Prior values have been adjusted for capital expenditure incurred during the period

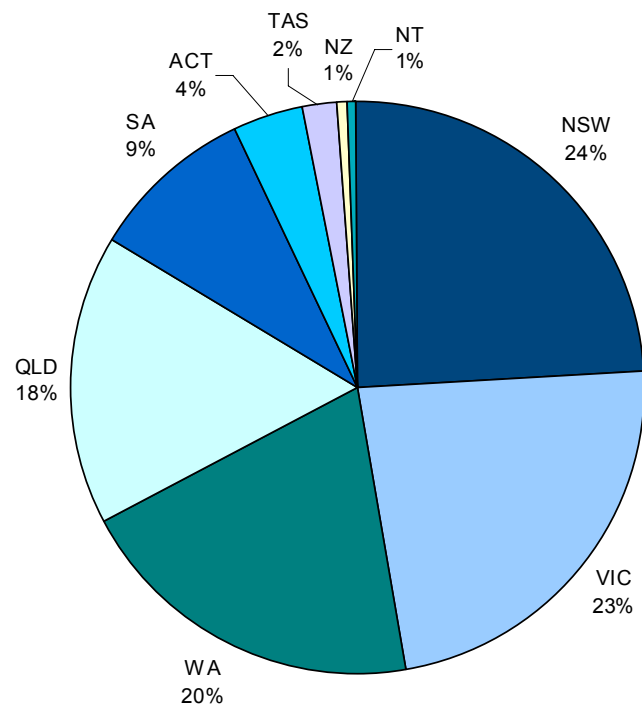
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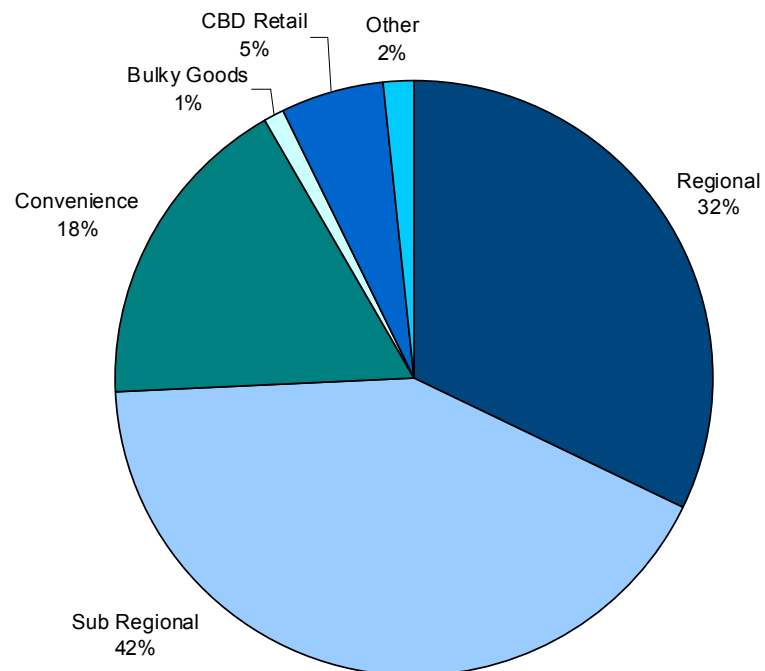


# Australian Portfolio Diversification

**Australasian State Diversification by Value**



**Australasian Centre Type Diversification by Value**



# Retailer Strength

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## Top 10 Australian Companies by ABR<sup>1</sup> as at 30 June 2009

Wesfarmers	13.9%
Woolworths Ltd	11.2%
Specialty Fashion Group	1.4%
Myer	1.4%
David Jones	1.3%
Luxottica	0.9%
Metcash Trading Ltd	0.8%
Just Group	0.8%
Priceline	0.8%
Brazin	0.8%
<b>Top 10 Total</b>	<b>33.3%</b>

<sup>1</sup> Annual Base Rent

# Australian Sales

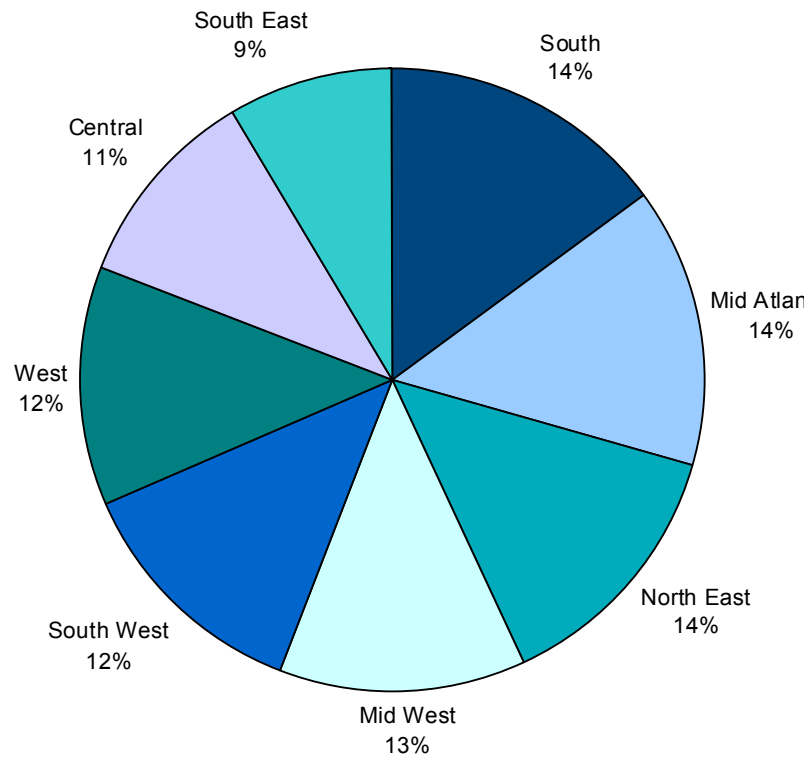
Centro Managed Australian Centre Sales			
Category	MAT <sup>1</sup> \$m	Composition	MAT Change per SCCA Standards <sup>2</sup>
Supermarkets	4,696.2	43.7%	3.7%
Discount Department Stores	1,506.1	14.0%	2.6%
Department Stores	386.2	3.6%	-3.3%
<b>Total Majors</b>	<b>6,588.5</b>	<b>61.3%</b>	<b>3.0%</b>
Specialties	3,232.8	30.1%	9.9%
Mini Majors	457.3	4.3%	5.9%
Others	475.0	4.4%	1.8%
<b>Total</b>	<b>10,753.6</b>	<b>100.0%</b>	<b>5.0%</b>

<sup>1</sup> Moving Annual Turnover reflects 100% of centres' sales to 30 June 2009

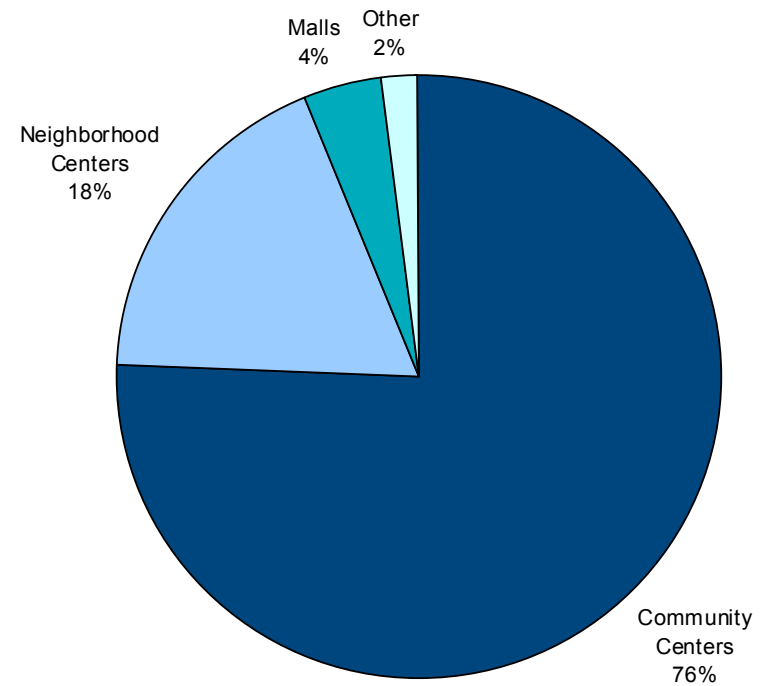
<sup>2</sup> SCCA Standards include only stable properties

# US Portfolio Diversification

**US Regional Diversification by Value**



**US Center Diversification by Value**



# US Portfolio Diversification

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Top 10 US Retailers by ABR <sup>1</sup> as at 30 June 2009	
The TJX Companies	3.1%
The Kroger Co.	3.1%
Sears Holding Corporation	1.8%
Ahold USA, Inc.	1.6%
Wal-Mart Stores, Inc.	1.5%
Dollar Tree Stores, Inc.	1.3%
Safeway, Inc.	1.2%
Staples, Inc.	1.2%
Best Buy Co., Inc.	1.0%
Publix Super Markets	0.9%
<b>Top 10 Total</b>	<b>16.6%</b>
<sup>1</sup> Annual Base Rent	

# US Development Pipeline

Property	Expected Total Project Cost (US\$m)	Quarter Commenced	Expected Completion Quarter	Expected Development Yield
Westgate	75.2	Jun-05	Dec-09	8.4%
the Shoppes at Cinnamonson	63.1	Sep-06	Dec-09	8.3%
Pointe Orlando	51.9	Sep-05	Dec-09	7.6%
Liberty Plaza	18.4	Sep-05	Dec-09	8.7%
Hillcrest	13.9	Sep-06	Dec-09	9.3%
Surrey Square Mall	13.4	Dec-05	Dec-09	9.0%
Southland Shopping Center	11.7	Mar-07	Mar-10	9.8%
Germantown Square	11.6	Mar-06	Dec-09	9.3%
Apopka Commons	11.4	Sep-05	Dec-09	10.0%
Hilltop Plaza	7.9	Dec-07	Dec-09	9.0%
<b>Total Top 10</b>	<b>278.4</b>			<b>8.5%</b>
Other 7 Properties	35.8			9.1%
<b>Total Redev'ts and New Dev'ts</b>	<b>314.2</b>			<b>8.6%</b>