

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To **Mirvac Group (MGR)**
ACN/ARSN **003 280 699**

1. Details of substantial holder

Name **Barclays Group** lodged by Barclays Global Investors Australia Limited
ABN **33 001 804 566** (Barclays Global Investors Australia Limited)

The holder became a substantial holder on 18 December 2008.

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Person's votes	Voting power
Ordinary	87,174,715	87,174,715	5.14%

3. Details of relevant interests

The nature of the relevant interest the substantial holder had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest	Class and number of securities
Barclays Group	Fund Manager – see Annexure A	Ordinary 87,174,715

4. Details of present registered holders

The persons registered as holder of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Class and number of securities
Barclays Group	JP Morgan & other custodians – see Annexure A	Ordinary 87,174,715

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:


Holder of relevant interest	Date of acquisition	Consideration Cash/Non-cash	Class and number of securities
Barclays Group	Past 4 months	Avg price \$1.1864	Ordinary 87,174,715

6. Addresses

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

Name	Address
Barclays Global Investors Australia Limited	Level 43, 225 George Street, Sydney NSW 2000

Signature



Secretary
Barclays Global Investors Australia

31 December 2008
Date

This is "Annexure A" of 1 page referred to in Form 603 Notice of initial substantial holder

Relevant interest in Mirvac Group ("MGR") held by members of the Barclays Group.

The list of Barclays entities and their respective holdings are as follows:

ASX CODE	STOCK NAME	COMPANY	HOLDING	%
MGR	Mirvac Group	Barclays Global Investors Japan Ltd	3,595,105	0.21
MGR	Mirvac Group	Barclays Global Investors Ltd	8,746,178	0.52
MGR	Mirvac Group	Barclays Global Investors Ltd	6,044,430	0.36
MGR	Mirvac Group	Barclays Life Assurance Co Ltd	336,780	0.02
MGR	Mirvac Group	Barclays Global Investors (Deutschland) AG	116,295	0.01
MGR	Mirvac Group	Barclays Global Investors, N.A.	20,281,584	1.20
MGR	Mirvac Group	Barclays Global Fund Advisors	15,685,544	0.92
MGR	Mirvac Group	Barclays Capital Securities Ltd	10,880,427	0.64
MGR	Mirvac Group	Barclays Global Investors Canada Ltd	225,083	0.01
MGR	Mirvac Group	Barclays Global Investors Australia Ltd	21,263,289	1.25
			87,174,715	5.14

The JP Morgan Chase Bank Inc. and various other custodians (Custodians) hold shares in MGR as custodian and for which the Barclays Group are either:

- the responsible entity or trustee of pooled investment products such as registered managed investment schemes (Funds); or
- the investment manager of Portfolios held for a number of institutional investors. The institutional investors are generally superannuation funds regulated under the *Superannuation Industry Supervision Act 1993*.

The holding of shares in MGR was acquired as part of the wide portfolio of Australian shares and units acquired for the Funds and the Portfolios.

The members of the Barclays Group and the Custodians may hold relevant interests due to the capacity of these entities to dispose of the shares in MGR.

Each investor in a Fund owns an undivided interest in the Fund's assets, no client directly owns any asset of the Fund. The unit holding of each Fund varies from time to time as clients enter and withdraw from the Funds. The various institutional investors with portfolios delegate the management of the portfolios to the members of the Barclays Group.



 Secretary
 Barclays Global Investors Australia

31 December 2008
Date

POWER OF ATTORNEY

Date: 23 December 2008

Parties: Andrew Mark Kuo
in his capacity as Company Secretary,
Barclays Global Investors Australia Limited
ACN 001 804 566
having its registered office at Level 43, 225 George Street
Sydney NSW 2000 Australia

(“Principal”)

And

Lee Kho
in her capacity as Compliance Manager,
Barclays Global Investors Australia Limited
ACN 001 804 566
having its registered office at Level 43, 225 George Street,
Sydney NSW 2000 Australia

(“Attorney”)

- Terms:
1. The Principal appoints the Attorney to exercise the authority conferred upon her pursuant to clauses 2 and 3 of this document.
 2. The Principal declares that all acts, matters and things done by the Attorney in exercising powers under this Power of Attorney (as limited by clause 3) will be as good and valid as if they had been done by the Principal and agrees to ratify and confirm whatever the Attorney does in exercising such powers.
 3. This Power of Attorney is limited to the execution of Substantial Shareholding Notices in accordance with Part 6C.1 of the Corporations Act and expires on 12 January 2008.

SIGNED, SEALED AND DELIVERED BY:



Andrew Mark Kuo, Principal

WITNESSED BY:

