

MinterEllison

8 October 2018

BY ELECTRONIC LODGEMENT

Company Announcements
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam

Notice of Variation – extension of offer period for off-market takeover bid by A.C.N. 626 522 085 Pty Ltd, Hometown Australia Management Pty Ltd and Hometown Australia Nominees Pty Ltd as trustee for Hometown Australia Management Pty Ltd to acquire all stapled securities in Gateway Lifestyle Group (ASX: GTY)

We act for A.C.N. 626 522 085 Pty Ltd (ACN 626 522 085), Hometown Australia Management Pty Ltd (ACN 614 529 538) and Hometown Australia Nominees Pty Ltd (ACN 616 047 084) as trustee for Hometown Australia Management Pty Ltd (collectively, **Hometown**).

On behalf of Hometown, we enclose a copy of Hometown's notice to extend the offer period pursuant to section 650D(1) of the Corporations Act (Cth) dated 8 October 2018 which has been lodged with ASIC, given to Gateway and given to everyone whom offers were made under the bid.

Yours faithfully
MinterEllison



Ron Forster
Partner

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enclosure

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8 October 2018



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Dear Gateway Securityholder

Extension of Offer Period

Hometown has decided to extend the offer period under its off-market takeover offer (**Offer**) for all the stapled securities of Gateway Lifestyle Group (**Gateway**).

Hometown has extended the offer period so it will now close at **7.00pm (Sydney time) on 15 October 2018** (unless further extended or withdrawn in accordance with the Corporations Act).

A formal notice of variation under section 650D of the Corporations Act to extend the Offer period is attached.

Hometown declared the Offer unconditional on 28 September 2018. Gateway Securityholders who accept the Offer will be paid \$2.25 cash per Gateway stapled security within 7 business days of receipt of their acceptance. The Offer Price is final and will not be increased (in the absence of a competing proposal).

The Gateway Board has unanimously recommended that Gateway Securityholders **ACCEPT** the Offer as soon as reasonably practicable. Gateway Directors have accepted the Offer for the Gateway stapled securities they own or control.

As at 4 October 2018, Hometown had a relevant interest in 75.85% of Gateway stapled securities.

As Hometown currently has a majority holding in Gateway stapled securities, it intends to appoint Hometown nominees to constitute a majority of the Gateway Board.

Gateway Securityholders that do not accept the Offer will become minority Gateway Securityholders if Hometown is not able to proceed with compulsory acquisition. Risks faced as a minority Gateway Securityholder include:

- as a majority securityholder, Hometown is in a position to control the composition of the Gateway Board;
- significant reduction in liquidity of Gateway stapled securities held by minority securityholders; and
- potential ASX delisting of Gateway.

Gateway Securityholders are urged to accept the Offer without delay.

Further information regarding the Offer including details on how to accept the Offer are set out in Hometown's Bidder's Statement (as amended and supplemented). You can also contact the Hometown Offer Information Line on:

For callers within Australia (toll free)	-	1300 153 327
For callers outside Australia (not toll free)	-	+61 3 9415 4127

Yours sincerely

Patrick Zilis
Director

NOTICE UNDER SECTION 650D(1) OF THE CORPORATIONS ACT

Corporations Act 2001 (Cth)

Section 650D(1)

NOTICE OF VARIATION – EXTENSION OF OFFER PERIOD

TO: Australian Securities & Investments Commission (**ASIC**)
Gateway Lifestyle Group (comprising Gateway Lifestyle Operations Limited ABN 63 605 543 968 and Residential Parks No. 2 Trust ARSN 605 803 414 and their controlled entities) (**Gateway**)
ASX Limited (ABN 98 008 624 691) (**ASX**)
Each person referred to in section 650D(1)(c)(ii) of the Corporations Act (as modified by ASIC Class Order [13/521] and subject to section 650D(2) of the Corporations Act)

A.C.N. 626 522 085 Pty. Ltd. (ACN 626 522 085) (**Bidder**) as trustee for Hometown Australia Management Pty Ltd (ACN 614 529 538) (**Hometown Management**), and Bidder as trustee for Hometown Australia Nominees Pty Ltd (ACN 616 047 084) as trustee for Hometown Management (**Hometown Nominees**), (Bidder, Hometown Management and Hometown Nominees collectively, **Hometown**) gives notice under section 650D of the *Corporations Act 2001 (Cth)* that its takeover offers under its off-market takeover bid for all the stapled securities of Gateway (**Offer**) contained in its replacement Bidder's Statement dated 7 August 2018 as varied by a notice of variation – extension of offer period dated 31 August 2018 and a notice of variation – extension of offer period , time for payment of consideration and variation to terms relating to bidder dated 12 September 2018, and as supplemented by the first supplementary bidder's statement dated 16 August 2018, second supplementary bidder's statement dated 12 September 2018, third supplementary bidder's statement dated 12 September 2018 and fourth supplementary bidder's statement dated 28 September 2018, (**Bidder's Statement**) are varied by:

1. extending the period during which the Offer will remain open so that the Offer will now close at 7.00pm (Sydney time) on 15 October 2018; and
2. varying the Offer by substituting the date "15 October 2018" for the date "8 October 2018" in all places in the Bidder's Statement where the date "8 October 2018" appears as the closing date of the Offer.

A copy of this notice was lodged with ASIC on 8 October 2018. ASIC takes no responsibility for the contents of this notice.

This notice has been approved by a resolution of the directors of Bidder, the directors of Hometown Management and the directors of Hometown Nominees (as trustee for Hometown Management).

DATED 8 October 2018

SIGNED for and on behalf of the Bidder, Hometown Management and Hometown Nominees (as trustee for Hometown Management) by:



Patrick Zilis
Director