



Announcement Summary

Entity name

CHARTER HALL RETAIL REIT

Announcement Type

New announcement

Date of this announcement

Thursday February 20, 2020

The Proposed issue is:

- ☒ An offer of securities under a securities purchase plan
- ☒ A placement or other type of issue

Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
CQR	UNITS FULLY PAID	2,079,002

+Record date

Wednesday February 19, 2020

Offer closing date

Friday March 20, 2020

+Issue date

Friday March 27, 2020

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
CQR	UNITS FULLY PAID	18,711,019

Proposed +issue date

Wednesday February 26, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

CHARTER HALL RETAIL REIT

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

1.2 Registered Number Type

ARSN

Registration Number

093143965

1.3 ASX issuer code

CQR

1.4 The announcement is

☒ New announcement

1.5 Date of this announcement

Thursday February 20, 2020

1.6 The Proposed issue is:

- ☒ An offer of +securities under a +securities purchase plan
- ☒ A placement or other type of issue



Part 4 - Details of proposed offer under securities purchase plan

Part 4A - Conditions

4A.1 - Are any of the following approvals required for the offer of +securities under the +securities purchase plan issue to be unconditional?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ No

Part 4B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +Security Code and Description

CQR : UNITS FULLY PAID

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

Details of +securities proposed to be issued

ASX +Security Code and Description

CQR : UNITS FULLY PAID

Maximum Number of +securities proposed to be issued

2,079,002

Minimum Number of +securities proposed to be offered to each individual +security holder

519

Maximum Number of +securities proposed to be offered to each individual +security holder

3,118



Minimum subscription \$ amount proposed to be offered to each individual security holder	Maximum subscription \$ amount proposed to be offered to each individual security holder
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AUD 2,500

AUD 15,000

Purpose of the issue

The net proceeds of the Unit Purchase Plan will be used to reduce debt

Offer price details for retail security holders

Issue Currency

AUD - Australian Dollar

Offer Price per +security

AUD 4.81000

Estimated or Actual?

☒ Actual

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

☒ Yes

Oversubscription & Scale back details

May a scale back be applied to this event?

☒ Yes

Provide the scale back details

Pro-rata scale back, based on applications

Part 4C - Timetable

4C.1 Date of announcement of +security purchase plan

Thursday February 20, 2020

4C.2 +Record date

Wednesday February 19, 2020

4C.3 Date on which offer documents will be made available to investors

Friday February 28, 2020

4C.4 Offer open date

Friday February 28, 2020

4C.5 Offer closing date

Friday March 20, 2020

4C.6 Announcement of results

Tuesday March 24, 2020



4C.7 +Issue date

Friday March 27, 2020

Part 4D - Listing Rule requirements

4D.1 Does the offer under the +securities purchase plan meet the requirements of listing rule 7.2 exception 5 that:

- the number of +securities to be issued is not greater than 30% of the number of fully paid +ordinary securities already on issue; and
- the issue price of the +securities is at least 80% of the +volume weighted average market price for +securities in that +class, calculated over the last 5 days on which sales in the +securities were recorded, either before the day on which the issue was announced or before the day on which the issue was made?

☒ No

4D.1a Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☒ Yes

4D.1a (i) How many +securities are proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

2,079,002

4D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

☒ No

Part 4E - Fees and expenses

4E.1 Will there be a lead manager or broker to the proposed offer?

☒ No

4E.2 Is the proposed offer to be underwritten?

☒ No

4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

☒ No

4E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

N/A



Part 4F - Further Information

4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?

☒ No

4F.2 Countries in which the entity has security holders who will not be eligible to accept the proposed offer

United Kingdom, Norway, United States, Netherlands, Singapore, Hong Kong, Switzerland, Japan

4F.3 URL on the entity's website where investors can download information about the proposed offer

<https://www.charterhall.com.au/investments/funds/charter-hall-retail-reit>

4F.4 Any other information the entity wishes to provide about the proposed offer

N/A



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 - Are any of the following approvals required for the placement or other type of issue?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ No

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

☒ Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

Details of +securities proposed to be issued

ASX +Security Code and Description

CQR : UNITS FULLY PAID

Maximum Number of +securities proposed to be issued

18,711,019

Purpose of the issue

The net proceeds of the issue of Units under the Placement will be used to fund: (a) the acquisition cost by the Responsible Entity of a further 17.5% interest in a Charter Hall managed Partnership which owns a 49% interest in a national portfolio of 225 long WALE convenience retail properties leased to BP Australia Pty Ltd; and (b) associated transaction costs, with the balance of the proceeds to be applied to reduce debt.

Offer price details for retail security holders

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 4.81000



Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

☒ Yes

Oversubscription & Scale back details

May a scale back be applied to this event?

☒ No

Part 7C - Timetable

7C.1 Proposed +issue date

Wednesday February 26, 2020

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

☒ No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☒ Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

18,711,019

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

☒ No

7D.2 Is a party referred to in listing rule 10.11.1 participating in the proposed issue?

☒ No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

☒ No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

☒ No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

☒ Yes



7E.1a Who is the lead manager/broker?

J.P. Morgan Securities Australia Limited (ABN 61 003 245 234) (JPM) and UBS AG, Australia Branch (ABN 47 088 129 613) (UBS) are the joint lead managers and underwriters to the Placement (Joint Lead Managers or Underwriters).

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

CQR has agreed to pay 0.3% of the proceeds of the Placement to the Joint Lead Managers as a management fee.

7E.2 Is the proposed issue to be underwritten?

☒ Yes

7E.2a Who are the underwriter(s)?

As set out above, JPM and UBS are the Underwriters to the Placement.

7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?

The Placement is fully underwritten by the Underwriters.

7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

CQR has agreed to pay 1.2% of the proceeds of the Placement to the Underwriters as an underwriting fee.

7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

Please refer to Annexure 12 of the Investor Presentation released to the market on Thursday, 20 February 2020.

7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue?

☒ No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

N/A

Part 7F - Further Information

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

☒ No

7F.2 Any other information the entity wishes to provide about the proposed issue

N/A